

EXHIBIT 2



United States of America and the State of Wisconsin

v.

NCR Corporation, Appleton Papers Inc., Brown County, City of Appleton, City of Green Bay, CBC Coating, Inc., Georgia-Pacific Consumer Products LP, Kimberly-Clark Corporation, Menasha Corp., Neenah-Menasha Sewerage Commission, Newpage Wisconsin Systems, Inc., P.H. Glatfelter Co., U.S. Paper Mills Corp., and WTM I Company

Civil Action No. 10-C-910

Supplemental Expert Report of Gary Kleinrichert, CPA/ABV/CFF, CVA
November 5, 2012

TABLE OF CONTENTS

I. ASSIGNMENT AND DOCUMENTS CONSIDERED	4
II. QUALIFICATIONS OF GARY KLEINRICHERT, CPA/ABV/CFF, CVA.....	4
III. SUMMARY OF CERTAIN SUBSEQUENT DEVELOPMENTS.....	5
A. NCR’S BOND ISSUANCE	5
B. NCR’S THIRD QUARTER 2012 FINANCIAL RESULTS.....	6
C. NCR’S REVISED FULL-YEAR 2012 EARNINGS GUIDANCE.....	6
IV. ANALYSIS OF NCR’S ABILITY TO PAY FUTURE FOX RIVER SITE REMEDIATION COSTS CONSIDERING INFORMATION THAT BECAME AVAILABLE SUBSEQUENT TO THE ISSUANCE OF THE INITIAL KLEINRICHERT EXPERT REPORT	7

*In the United States District Court, for the Eastern District of Wisconsin Green Bay Division
United States of America and the State of Wisconsin v. NCR Corporation et al.
Civil Action No. 10-C-910*

Supplemental Expert Report of Gary Kleinrichert, CPA/ABV/CFF, CVA

INDEX OF APPENDICES

CURRICULUM VITAE OF GARY KLEINRICHERT, CPA/ABV/CFF, CVA.....	APPENDIX A
MATERIALS REVIEWED.....	APPENDIX B

INDEX OF EXHIBITS

NCR'S HISTORICAL CONSOLIDATED STATEMENTS OF OPERATIONS.....	EXHIBIT 1.1
NCR'S COMMON-SIZED HISTORICAL CONSOLIDATED STATEMENTS OF OPERATIONS.....	EXHIBIT 1.2
NCR'S HISTORICAL CONSOLIDATED BALANCE SHEETS.....	EXHIBIT 1.3
NCR'S HISTORICAL CONSOLIDATED STATEMENTS OF CASH FLOWS.....	EXHIBIT 1.4
FINANCIAL RATIO ANALYSIS FOR NCR AND COMPETITORS.....	EXHIBIT 2
ANALYST REVENUE AND EARNINGS PROJECTIONS FOR NCR.....	EXHIBIT 3
NCR'S PROJECTED AVAILABLE CASH AND BORROWING CAPACITY UNDER ITS REVOLVING CREDIT AGREEMENT AFTER FOX RIVER SITE COSTS.....	EXHIBIT 4
NCR'S PROJECTED REVENUES.....	EXHIBIT 5
NCR'S PROJECTED NET INCOME FROM CONTINUING OPERATIONS.....	EXHIBIT 6
NCR'S PROJECTED ESTIMATED WORKING CAPITAL NEEDS.....	EXHIBIT 7
ANTICIPATED FUTURE FOX RIVER SITE REMEDIATION COSTS.....	EXHIBIT 8
NCR'S PROJECTED ADDITIONAL BORROWING CAPACITY UNDER THE REVOLVING CREDIT FACILITY.....	EXHIBIT 9
NCR'S HISTORICAL EPS DISTRIBUTION.....	EXHIBIT 10
NCR'S PROJECTED AVAILABLE CASH AND BORROWING CAPACITY UNDER ITS REVOLVING CREDIT AGREEMENT AFTER FOX RIVER SITE COSTS.....	EXHIBIT 11
NCR'S ANTICIPATED FOX RIVER SITE REMEDIATION COSTS ASSUMING INDEMNIFICATION FROM AT&T AND LUCENT.....	EXHIBIT 12
NCR'S PROJECTED ADDITIONAL BORROWING CAPACITY UNDER THE REVOLVING CREDIT FACILITY.....	EXHIBIT 13
NCR'S PROJECTED AVAILABLE CASH AND BORROWING CAPACITY UNDER ITS REVOLVING CREDIT AGREEMENT AFTER FOX RIVER SITE COSTS.....	EXHIBIT 14
NCR'S ANTICIPATED FOX RIVER SITE REMEDIATION COSTS ASSUMING INDEMNIFICATION FROM API/AWA/BAT, AT&T, AND ALCATEL-LUCENT.....	EXHIBIT 15
NCR'S PROJECTED ADDITIONAL BORROWING CAPACITY UNDER THE REVOLVING CREDIT FACILITY.....	EXHIBIT 16

I. ASSIGNMENT AND DOCUMENTS CONSIDERED

FTI has been engaged by Greenberg Traurig LLP (“Counsel”) on behalf of a joint defense group consisting of P.H. Glatfelter Co., CBC Coating, Inc., Menasha Corp., U.S. Paper Mills Corp., Neenah-Menasha Sewerage Commission, and WTM I Company (collectively, the “Joint Defense Group”). I have been asked to assess the ability of NCR Corporation (“NCR”) to pay future anticipated remediation costs associated with cleanup activities along the Fox River and in the Green Bay area. In connection with this engagement, I issued an expert report on September 7th, 2012 (the “Initial Kleinrichert Expert Report”). This report is intended to supplement the Initial Kleinrichert Expert Report based on subsequent developments, including NCR’s credit market borrowings, third quarter 2012 financial results, and revised projections for 2012 full-year earnings.

In conducting my analysis, I have reviewed financial information, depositions, documentation and other information provided to me in this case.

This report and the opinions and conclusions reached herein are based on my review of this information as well as my knowledge, education, experience and training. I have included a list of sources and information considered in the preparation of this report as **Appendix B**.

To the extent that additional documents or information are made available to me, I will review such documents and information and may incorporate information learned about the facts or circumstances of this matter into my analyses, conclusions and/or opinions. I reserve the right to update, supplement, and amend my opinions as additional information becomes available.

II. QUALIFICATIONS OF GARY KLEINRICHERT, CPA/ABV/CFF, CVA

I am a Senior Managing Director in FTI’s Forensic and Litigation practice and have over 27 years experience as an auditor and as a consultant in accounting, auditing, investigative, damages and valuation matters. Prior to joining FTI, I was a partner in the international accounting firm of KPMG LLP (“KPMG”).¹ Throughout my career I have performed a variety of services including

¹ I left PwC where I was then a partner in July 1999 to join Andersen as a direct admit partner. In May 2002, KPMG purchased a portion of the Value Solutions practice of Andersen in which I was a partner. FTI acquired the domestic Dispute Advisory Services (DAS) business of KPMG on October 31, 2003.

Supplemental Expert Report of Gary Kleinrichert, CPA/ABV/CFF, CVA

serving as a business advisor and auditor to public and private companies, non-profit entities and government agencies, as well as conducting numerous accounting and forensic investigations, damages assessments in complex litigation, business valuations, due diligence and other consulting related to mergers and acquisitions.

I am a Certified Public Accountant, Accredited in Business Valuation, Certified Valuation Analyst and am Certified in Financial Forensics. I am a member of the American Institute of Certified Public Accountants, Illinois CPA Society, Indiana CPA Society, National Association of Certified Valuation Analysts and the Association of Certified Fraud Examiners. I earned my Bachelor of Science degree in Accountancy and Computer Sciences from St. Joseph's College.

I have included a copy of my curriculum vitae, which also includes a list of my recent testimony experience and publications, as **Appendix A** to the Initial Kleinrichert Expert Report. FTI is being compensated at a rate of \$590 per hour for my services. FTI is also being compensated at a range between \$225 and \$550 per hour for the services performed by other professionals under my supervision.

III. SUMMARY OF CERTAIN SUBSEQUENT DEVELOPMENTS

A. NCR'S BOND ISSUANCE

On September 7, 2012, NCR announced its intention to offer \$500 million aggregate principal amount of senior notes due 2022, which NCR intended to use for general corporate purposes, such as funding contributions to NCR's pension plan and repaying outstanding indebtedness.² On September 17, 2012, NCR announced that it had closed its offering of \$600 million aggregate principal amount of 5% senior notes due 2022. Interest on these notes is paid in arrears on January 15th and July 15th of each year, and the notes mature on July 15, 2022.³

² NCR Form 8-K filed September 7, 2012.

³ NCR Form 8-K filed September 17, 2012.

B. NCR'S THIRD QUARTER 2012 FINANCIAL RESULTS

On October 18, 2012, NCR announced the results of its operations for the third quarter of 2012 (the quarter ended September 30, 2012).⁴ For the quarter ended September 30, 2012, NCR's GAAP earnings from continuing operations were \$58 million, or \$0.35 per diluted share. Consistent with its stated plan to make discretionary contributions to its pension plan,⁵ NCR contributed \$500 million to its pension plan in the quarter ended September 30, 2012.⁶

On October 26, 2012, NCR filed its Form 10-Q for the quarter ended September 30, 2012 with the SEC.⁷ Based on my review of NCR's Form 10-Q, as of September 30, 2012, NCR had no balance outstanding related to its revolving credit facilities under the secured credit facility.⁸ As of September 30, 2012, NCR has reduced its reserve related to the Fox River Site costs by \$27 million since December 31, 2011 as a result of payments made for its share of the Fox River Site clean-up costs.⁹ Additionally, NCR noted that it now believes it may achieve the threshold to begin collecting indemnification payments from AT&T and Alcatel-Lucent in late 2012.¹⁰

C. NCR'S REVISED FULL-YEAR 2012 EARNINGS GUIDANCE

In connection with announcing its financial results for the quarter ended September 30, 2012, NCR updated its guidance for its full-year 2012 earnings. Although NCR affirmed its guidance for full-year non-GAAP earnings (which exclude the impact of certain items, primarily pension expense), it revised its guidance for GAAP EPS¹¹ from continuing operations to a range of \$1.39 to \$1.46 per diluted share.¹² NCR's management also stated that NCR's expected effective tax rate for the full year 2012 was 26%, down from 27%.¹³

⁴ NCR Form 8-K dated October 18, 2012.

⁵ <http://online.wsj.com/article/BT-CO-20120731-722226.html>.

⁶ <http://www.ncr.com/newsroom/resources/q3-2012-earnings>.

⁷ NCR Form 10-Q for the period ended September 30, 2012.

⁸ NCR Form 10-Q for the period ended September 30, 2012, p. 12.

⁹ NCR Form 10-Q for the period ended September 30, 2012, p. 21.

¹⁰ NCR Form 10-Q for the period ended September 30, 2012, p. 21-22.

¹¹ Unless otherwise noted, capitalized terms have the same meaning as defined in the Initial Kleinrichert Expert Report.

¹² <http://www.ncr.com/newsroom/resources/q3-2012-earnings>.

¹³ <http://seekingalpha.com/article/934281-ncr-management-discusses-q3-2012-results-earnings-call-transcript?part=single>.

Supplemental Expert Report of Gary Kleinrichert, CPA/ABV/CFF, CVA

IV. ANALYSIS OF NCR'S ABILITY TO PAY FUTURE FOX RIVER SITE REMEDIATION COSTS CONSIDERING INFORMATION THAT BECAME AVAILABLE SUBSEQUENT TO THE ISSUANCE OF THE INITIAL KLEINRICHERT EXPERT REPORT

This report analyses NCR's ability to pay future Fox River Site remediation costs using the same methodology used in the Initial Kleinrichert Expert Report. I have updated the assumptions and data included in my analyses based on information that has become available subsequent to the issuance of the Initial Kleinrichert Expert Report. Specifically, I have updated my analysis for the following information:

- I have updated NCR's financial statement information through September 30, 2012, including NCR's payments in 2012 related to its share of Fox River Site clean-up costs and timing of indemnification collections from AT&T and Alcatel-Lucent;
- I have incorporated NCR's \$600 million bond offering;
- I have updated NCR's projected income from continuing operations for 2012 to reflect NCR's revised earnings guidance;
- I have updated NCR's projected income from continuing operations in 2013 through 2017 to account for the increased interest expense as a result of the \$600 million bond offering;
- I no longer assume that NCR will use borrowings from the incremental secured credit facility revolving credit facility to reach \$500 million of contributions to its pension plan;
- I have considered both NCR's original and incremental revolving credit facilities in assessing NCR's available borrowing capacity under the terms of the revolving credit facility;
- I have changed NCR's assumed tax rate to 26%; and
- I have updated information related to analyst projections.

Incorporating these updates, I have used the same methodology described in the Initial Kleinrichert Expert Report to analyze NCR's capacity to pay future Fox River Site remediation costs. Table 1 below illustrates NCR's projected cash flows and year-end cash and debt capacity assuming no payments by API or BAT and no indemnification from Alcatel or Lucent.

Supplemental Expert Report of Gary Kleinrichert, CPA/ABV/CFF, CVA

Table 1						
NCR's Projected Cash and Additional Borrowing Capacity Under the Revolving Credit Facility						
<i>Excluding Impact of Indemnification Agreements</i>						
<i>(in millions)</i>						
	<u>2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
NCR's estimates of total Fox River Site costs	\$ 76	\$ 93	\$ 93	\$ 64	\$ 64	\$ 64
<u>NCR's Projected Cash Flows</u>						
	<u>4Q 2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Free Cash Flow after debt service before Fox River Site costs	\$ 78	\$ 178	\$ 203	\$ 212	\$ 221	\$ 140
Anticipated Fox River Site costs (after tax) ^[1]	6	68	68	47	47	47
Free Cash Flow after debt service and anticipated Fox River Site costs	<u>\$ 72</u>	<u>\$ 110</u>	<u>\$ 135</u>	<u>\$ 165</u>	<u>\$ 174</u>	<u>\$ 93</u>
<u>Projected available cash and additional borrowing capacity under the terms of NCR's revolving credit agreement</u>						
	<u>4Q 2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Prior period-end cash balance	\$ 581	\$ 653	\$ 763	\$ 898	\$1,063	\$1,237
Free Cash Flow after debt service and anticipated Fox River Site costs	72	110	135	165	174	93
Year-end cash balance ^[2]	\$ 653	\$ 763	\$ 898	\$1,063	\$1,237	\$1,330
Additional borrowing capacity under the terms of NCR's revolving credit facilities	850	850	850	850	850	850
Available cash and existing borrowing capacity under the revolving credit facilities after Fox River Site costs	<u>\$ 1,503</u>	<u>\$ 1,613</u>	<u>\$1,748</u>	<u>\$1,913</u>	<u>\$2,087</u>	<u>\$2,180</u>
Source: Supplemental Exhibits 8 and 4.						
<u>Notes:</u>						
[1] After adjusting total costs for amounts paid in the first 9 months of 2012 and tax impacts.						
[2] Excludes any increase in cash necessary to support additional working capital growth.						

Table 2 below illustrates NCR's projected cash flows and year-end cash and debt capacity assuming no payments by API or BAT but including indemnification from Alcatel or Lucent.

Supplemental Expert Report of Gary Kleinrichert, CPA/ABV/CFF, CVA

Table 2						
NCR's Projected Cash and Additional Borrowing Capacity Under the Revolving Credit Facility Including Impact of AT&T and Lucent Indemnification Agreements (in millions)						
	2012	2013	2014	2015	2016	2017
NCR's estimates of total Fox River Site costs	\$ 76	\$ 93	\$ 93	\$ 64	\$ 64	\$ 64
<u>NCR's Projected Cash Flows</u>						
	4Q 2012	2013	2014	2015	2016	2017
Free Cash Flow after debt service before Fox River Site costs	\$ 78	\$ 178	\$ 203	\$ 212	\$ 221	\$ 140
Anticipated Fox River Site costs (after tax) ^[1]	6	34	34	24	24	24
Free Cash Flow after debt service and anticipated Fox River Site costs	\$ 72	\$ 144	\$ 169	\$ 188	\$ 197	\$ 116
<u>Projected available cash and additional borrowing capacity under the terms of NCR's revolving credit agreement</u>						
	4Q 2012	2013	2014	2015	2016	2017
Prior period-end cash balance	\$ 581	\$ 653	\$ 797	\$ 966	\$1,154	\$1,351
Free Cash Flow after debt service and anticipated Fox River Site costs	72	144	169	188	197	116
Year-end Cash Balance ^[2]	\$ 653	\$ 797	\$ 966	\$1,154	\$1,351	\$1,467
Additional borrowing capacity under the terms of NCR's revolving credit facilities	850	850	850	850	850	850
Available cash and existing borrowing capacity under the revolving credit facilities after Fox River Site costs	\$ 1,503	\$ 1,647	\$1,816	\$2,004	\$2,201	\$2,317
Source: Supplemental Exhibits 11 and 12.						
<u>Notes:</u>						
[1] After adjusting total costs for the impact of AT&T and Lucent indemnification, amounts paid in the first 9 months of 2012, and tax impacts.						
[2] Excludes any increase in cash necessary to support additional working capital growth.						

Table 3 below illustrates NCR's projected cash flows and year-end cash and debt capacity assuming payments by API or BAT and including indemnification from Alcatel or Lucent.

Supplemental Expert Report of Gary Kleinrichert, CPA/ABV/CFF, CVA

Table 3						
NCR's Projected Cash and Additional Borrowing Capacity Under the Revolving Credit Facility						
<i>Including Impact of AT&T, Lucent, and API/BAT Indemnification Agreements</i>						
<i>(in millions)</i>						
	<u>2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
NCR's estimates of total Fox River Site costs	\$ 76	\$ 93	\$ 93	\$ 64	\$ 64	\$ 64
<u>NCR's Projected Cash Flows</u>						
	<u>4Q 2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Free Cash Flow after debt service before Fox River Site costs	\$ 78	\$ 178	\$ 203	\$ 212	\$ 221	\$ 140
Anticipated Fox River Site costs (after tax) ^[1]	(28)	14	14	10	10	10
Free Cash Flow after debt service and anticipated Fox River Site costs	\$ 106	\$ 164	\$ 189	\$ 202	\$ 211	\$ 130
<u>Projected available cash and additional borrowing capacity under the terms of NCR's revolving credit agreement</u>						
	<u>4Q 2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Prior period-end cash balance	\$ 581	\$ 687	\$ 851	\$1,040	\$1,242	\$1,453
Free Cash Flow after debt service and anticipated Fox River Site costs	106	164	189	202	211	130
Year-end cash balance ^[2]	\$ 687	\$ 851	\$1,040	\$1,242	\$1,453	\$1,583
Additional borrowing capacity under the terms of NCR's revolving credit facilities	850	850	850	850	850	850
Available cash and existing borrowing capacity under the revolving credit facilities after Fox River Site costs	\$ 1,537	\$ 1,701	\$1,890	\$2,092	\$2,303	\$2,433
Source: Supplemental Exhibits 14 and 15.						
<u>Notes:</u>						
[1] After adjusting total costs for the impact of AT&T, Lucent, and API/BAT indemnification, amounts paid in the first 9 months of 2012, and tax impacts.						
[2] Excludes any increase in cash necessary to support additional working capital growth.						

The calculations supporting these tables are attached as exhibits to this report. During the anticipated period for the remaining remediation activities, NCR is projected to generate cash flows well in excess of the annual Fox River Site remediation costs and will also consistently have significant additional cash and available borrowing capacity under the terms of its revolving credit facility after the payment of the entirety of the anticipated Fox River Site remediation costs.

Based on my analysis, NCR is projected to have significantly more than enough cash and borrowing capacity under the revolving credit facility to pay the entirety of the anticipated Fox River Site remediation costs. Additionally, I have concluded that NCR projects to have

*In the United States District Court, for the Eastern District of Wisconsin Green Bay Division
United States of America and the State of Wisconsin v. NCR Corporation et al.
Civil Action No. 10-C-910*

Supplemental Expert Report of Gary Kleinrichert, CPA/ABV/CFF, CVA

significantly more than enough cash and available borrowing capacity under the revolving credit facility to pay, with its indemnitors, the anticipated Fox River Site remediation costs.



Gary Kleinrichert, CPA/ABV/CFF, CVA

FTI Consulting, Inc.
227 W. Monroe
Suite 900
Chicago, Illinois 60606

Appendix B

Appendix B

List of Materials Reviewed

Legal Documents

US and Wisconsin's First Amended Complaint and Exhibits, dated December 1, 2010 (Dkt 30)

Declaration of Ronald R. Ragatz and Exhibit 3, dated April 12, 2011

Declaration of Darin P. McAtee in Support of NCR Corporation's Memorandum of Law in Opposition to the United States' Motion for a Preliminary Injunction and NCR Corporation's Motion for Registration of Judgment for Enforcement Pursuant to 28 U.S.C. Section 1963 and Exhibits 3, 6, 8, 9, and 15, dated April 12, 2011

Declaration of Tami Van Straten in Opposition to the United States' Motion for Entry of Revised Proposed Terms of an Injunction and Exhibits, dated July 22, 2011

Declaration of Randall M. Stone in Response to Motion for Summary Judgment of Non-Liability Filed by Appleton Papers Inc. and Exhibit 3, dated August 26, 2011

EPA's Motion to Dismiss the Petition of Appleton Papers Inc. or in the Alternative Motion to Stay Proceedings, dated July 12, 2012

Declaration of Bryan A. Heath in Support of NCR Corporation's Expedited Motion to Enforce the 40/60 Cost-Sharing Consent Judgment Against Appleton Papers Inc. and Exhibits, dated August 2, 2012

NCR Corporation's Memorandum of Law in Support of Its Expedited Motion to Enforce the 40/60 Cost-Sharing Consent Judgment Against Appleton Papers Inc., dated August 2, 2012 (Dkt 468)

Memorandum of Defendant Appleton Papers Inc. in Support of Motion to Stay or Strike NCR Corporation's Motion to Enforce the 40/60 Cost-Sharing Judgment and for Entry of an Order Compelling Arbitration, dated August 3, 2012 (Dkt 472)

Appeal from the United States District Court for the Eastern District of Wisconsin No. 10-C-910—William C. Griesbach, Judge, Argued June 4, 2012—Decided August 3, 2012

Defendant NCR Corporation's Responses and Objections to WTM I Company's First Set of Interrogatories and Requests for Production of Documents, dated August 9, 2012

Defendant NCR Corporation's Responses and Objections to the United States' Amended Notice of Deposition of NCR Corporation Pursuant to FED R. CIV. P. 30(b)(6), dated August 9, 2012

Defendant NCR Corporation's Opposition to Certain Defendants' Civil L. R. 7(H) Expedited Non-Dispositive Motion to Modify the Case Management Schedule, August 22, 2012 (Dkt 485)

Defendant Appleton Papers Inc.'s Memorandum in Opposition to NCR Corporation's Expedited Motion to Enforce the 40/60 Cost-Sharing Consent Judgment, dated August 22, 2012 (Dkt 486)

NCR Corporation's Opposition to Appleton Paper Inc.'s Motion to Stay or Strike NCR Corporation's Motion to Enforce the 40/60 Cost-Sharing Judgment and for Entry of an Order Compelling Arbitration, dated August 22, 2012 (Dkt 487)

Particulars of Claim in the matter between B.A.T Industries P.L.C. and (1) Windward Prospects Limited and (2) Appleton Papers Inc. in the High Court of Justice Queen's Bench Division Commercial Court

Court of Appeals Decision Dated and Filed September 25, 2012 for Appeal No. 2011AP192

Depositions and/or Deposition Exhibits

Design Forecast 2012-08-24B Deposition.xlsm; Exhibit to George Berken Deposition

NCR's current estimate of total costs to complete the Fox River Site remediation work, Exhibit to Sue O'Connell Deposition

Other Documents

Separation and Distribution Agreement By and Among AT&T Corp. Lucent Technologies Inc., and NCR Corp., dated February 1, 1996 and Amended and Restated as of March 29, 1996

EPA Memorandum on General Policy on Superfund Ability to Pay Determinations

Appendix B
List of Materials Reviewed

Company Filings

British American Tobacco Annual Review and Summary Financial Statement 2006
British American Tobacco Annual Review and Summary Financial Statement 2007
British American Tobacco Annual Review and Summary Financial Statement 2008
British American Tobacco Annual Review and Summary Financial Statement 2009
British American Tobacco Annual Review and Summary Financial Statement 2010
British American Tobacco Annual Review and Summary Financial Statement 2011
Paperweight Development Corp. and Appleton Papers Inc. Form 10-k for the year ended December 29, 2007
Paperweight Development Corp. and Appleton Papers Inc. Form 10-k for the year ended January 3, 2009
Paperweight Development Corp. and Appleton Papers Inc. Form 10-k for the year ended January 2, 2010
Paperweight Development Corp. and Appleton Papers Inc. Form 10-k for the year ended January 1, 2011
Paperweight Development Corp. and Appleton Papers Inc. Form 10-k for the year ended December 31, 2011
NCR Corporation Form 10-k for the year ended December 31, 2007
NCR Corporation Form 10-k for the year ended December 31, 2008
NCR Corporation Form 10-k for the year ended December 31, 2009
NCR Corporation Form 10-k for the year ended December 31, 2010
NCR Corporation Form 10-k for the year ended December 31, 2011
NCR's Form 8-K and Exhibit 10.1 filed with the SEC on August 26, 2011
NCR Corporation Form 8-K filed August 14, 2012
NCR Corporation Form 8-K filed August 22, 2012
NCR Corporation Form 8-K filed September 7, 2012
NCR Corporation Form 8-K filed September 17, 2012
NCR Corporation Form 8-K filed October 18, 2012
NCR Corporation Form 10-Q for the quarter ended March 31, 2011
NCR Corporation Form 10-Q for the quarter ended June 30, 2011
NCR Corporation Form 10-Q for the quarter ended September 30, 2011
NCR Corporation Form 10-Q for the quarter ended March 31, 2012
NCR Corporation Form 10-Q for the quarter ended June 30, 2012
NCR Corporation Form 10-Q for the quarter ended September 30, 2012
AT&T Corp. Form 10-k for the year ended December 31, 2003
AT&T Corp. Form 10-Q for the quarter ended September 30, 2003
AT&T Corp. Annual Report for 2009
AT&T Corp. Annual Report for 2011
Lucent Technologies Inc. Form 10-12b, filed February 26, 1996
Lucent Technologies Inc. Form 10-k for the year ended September 30, 2003
Lucent Technologies Form 10-Q for the quarter ended December 31, 2003
Alcatel-Lucent Annual Report on Form 20-F for 2009
Alcatel-Lucent Annual Report on Form 20-F for 2011
HP Annual Report for October 31, 2009
HP Annual Report for October 31, 2011
Fujitsu Limited Annual Report for 2010
Fujitsu Limited Annual Report for 2012
IBM Annual Report for December 31, 2009
IBM Annual Report for December 31, 2011
Diebold Inc. Annual Report for December 31, 2009
Diebold Inc. Annual Report for December 31, 2011

Appendix B
List of Materials Reviewed

Analyst Reports

Thomson Reuters Company in Context Report on NCR Corporation, August 7, 2012
NCR Corporation: NCR: Final 1Q12 in Line; ATMs Sound, Core Retail, W. Europe Overall Soft, Keybank Capital Markets, April 20, 2012
NCR: Downgrading to Neutral from Outperform as Potential FCPA Issues Add Meaningful Risk, Wedbush Securities, July 31, 2012
NCR: Pension Resolution Should Create Material Revaluation; Reiterate OUTPERFORM and Raising Target to \$33 from \$30, Wedbush Securities, July 31, 2012
NCR: Growth Continues In Spite of Currency and Economic Headwinds; Reiterate OUTPERFORM, Wedbush Securities, July 19, 2012
NCR Corp Stock Report, Standard & Poors, August 11, 2012
Zacks Investment Research report for NCR Corp, July 24, 2012
First Call Earnings Valuation Report for NCR Corporation, August 7, 2012
Ned Davis Research Group report for NCR Corporation, August 5, 2012
Zacks Investment Research report for NCR Corp, October 19, 2012
NCR Corp Stock Report, Standard & Poors, November 3, 2012
NCR: Strong Quarter, but Awaiting Clarity on FCPA Investigation; Maintain NEUTRAL and \$23 PT, Wedbush Securities, October 18, 2012
First Call Earnings Valuation Report for NCR Corporation, November 2, 2012
Thomson Reuters Stock Report on NCR Corporation, November 2, 2012
Ned Davis Research Group report for NCR Corporation, November 4, 2012
NCR: 2Q Operational Perf. Slightly Ahead of Forecast; Guidance Maintained; HOLD, Keybank Capital Markets, July 20, 2012

Bated Documents

NCR-FOX-ENF0001165-69
NCR-FOX-ENF0001203-23
API 119311-12
API 268370-92

Websites

<http://finance.yahoo.com> for NCR Corp.
<http://www.ncr.com/newsroom/resources/q2-2012>.
<http://www.ncr.com/newsroom/resources/lump-sum-pension>
<http://online.wsj.com/article/BT-CO-20120731-722226.html>
<http://seekingalpha.com/article/512571-ncr-s-ceo-discusses-q1-2012-results-earnings-call-transcript?part=single>.
<http://www.oanda.com>
<http://www.ncr.com/newsroom/resources/q3-2012-earnings>
<http://seekingalpha.com/article/934281-ncr-management-discusses-q3-2012-results-earnings-call-transcript?part=single>

Supplemental Exhibits 1.1 to 1.4

Supplemental Exhibit 1.1
NCR's Historical Consolidated Statements of Operations
(in millions)

	9 Months Ended September 30	12 Months Ended December 31					
	2012 ^[1]	2011 ^[2]	2010 ^[2]	2009 ^[2]	2008 ^[3]	2007 ^[4]	2006 ^[5]
Product revenue	\$ 1,988	\$ 2,744	\$ 2,400	\$ 2,228	\$ 2,861	\$ 2,693	\$ 2,428
Service revenue	2,100	2,699	2,410	2,371	2,454	2,277	2,154
Total revenue	\$ 4,088	\$ 5,443	\$ 4,810	\$ 4,599	\$ 5,315	\$ 4,970	\$ 4,582
Cost of products	1,515	2,209	1,923	1,808	2,113	2,035	1,803
Cost of services	1,560	2,099	1,923	1,911	2,019	1,895	1,852
Total Cost of Sales	\$ 3,075	\$ 4,308	\$ 3,846	\$ 3,719	\$ 4,132	\$ 3,930	\$ 3,655
Gross Profit	\$ 1,013	\$ 1,135	\$ 964	\$ 880	\$ 1,183	\$ 1,040	\$ 927
Selling, general and administrative expenses	619	805	696	636	713	684	654
Research and development expenses	155	177	162	141	148	137	119
Impairment of long-lived and other assets		88	-	-	-	-	
Total operating expenses	\$ 774	\$ 1,070	\$ 858	\$ 777	\$ 861	\$ 821	\$ 773
Income from operations	239	65	106	103	322	219	154
Interest expense	(24)	(13)	(2)	(10)	(22)	(24)	(24)
Other (expense) income, net	(7)	(3)	(11)	(31)	16	37	29
Income from continuing operations before income taxes	\$ 208	\$ 49	\$ 93	\$ 62	\$ 316	\$ 232	\$ 159
Income tax (benefit) expense	43	-	(26)	(3)	68	61	8
Income from continuing operations	\$ 165	\$ 49	\$ 119	\$ 65	\$ 248	\$ 171	\$ 151
Income (loss) from discontinued operations, net of tax	3	3	18	(95)	(21)	103	231
Net income (loss)	\$ 168	\$ 52	\$ 137	\$ (30)	\$ 227	\$ 274	\$ 382
Net (loss) income attributable to noncontrolling interests	2	(1)	3	3	(1)	-	
Net income (loss) attributable to NCR	\$ 166	\$ 53	\$ 134	\$ (33)	\$ 228	\$ 274	\$ 382
Amounts attributable to NCR common stockholders:							
Income from continuing operations	163	50	116	62	249	171	151
Income (loss) from discontinued operations, net of tax	3	3	18	(95)	(21)	103	231
Net income (loss) attributable to NCR common stockholders	\$ 166	\$ 53	\$ 134	\$ (33)	\$ 228	\$ 274	\$ 382
EBITDA ^[6]	\$ 362	\$ 233	\$ 244	\$ 231	\$ 436	\$ 329	\$ 258

Notes/Sources:

[1] NCR Corporation Form 10-Q for the quarter ended September 30, 2012.

[2] NCR Corporation Form 10-K for the year ended December 31, 2011.

[3] NCR Corporation Form 10-K for the year ended December 31, 2010.

[4] NCR Corporation Form 10-K for the year ended December 31, 2009.

[5] NCR Corporation Form 10-K for the year ended December 31, 2008.

[6] Calculated as income from operations plus depreciation and amortization from Supplemental Exhibit 1.4.

Supplemental Exhibit 1.2
NCR's Common-Sized Historical Consolidated Statements of Operations
(Amounts expressed as a percentage of net sales)

	9 Months Ended September 30	12 Months Ended December 31					
	2012 ^[1]	2011 ^[2]	2010 ^[2]	2009 ^[2]	2008 ^[3]	2007 ^[4]	2006 ^[5]
Product revenue	48.6%	50.4%	49.9%	48.4%	53.8%	54.2%	53.0%
Service revenue	51.4%	49.6%	50.1%	51.6%	46.2%	45.8%	47.0%
Total revenue	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
Cost of products	37.1%	40.6%	40.0%	39.3%	39.8%	40.9%	39.3%
Cost of services	38.2%	38.6%	40.0%	41.6%	38.0%	38.1%	40.4%
Total Cost of Sales	75.2%	79.1%	80.0%	80.9%	77.7%	79.1%	79.8%
Gross Profit	24.8%	20.9%	20.0%	19.1%	22.3%	20.9%	20.2%
Selling, general and administrative expenses	15.1%	14.8%	14.5%	13.8%	13.4%	13.8%	14.3%
Research and development expenses	3.8%	3.3%	3.4%	3.1%	2.8%	2.8%	2.6%
Impairment of long-lived and other assets	0.0%	1.6%	0.0%	0.0%	0.0%	0.0%	0.0%
Total operating expenses	18.9%	19.7%	17.8%	16.9%	16.2%	16.5%	16.9%
Income from operations	5.8%	1.2%	2.2%	2.2%	6.1%	4.4%	3.4%
Interest expense	-0.6%	-0.2%	0.0%	-0.2%	-0.4%	-0.5%	-0.5%
Other (expense) income, net	-0.2%	-0.1%	-0.2%	-0.7%	0.3%	0.7%	0.6%
Income from continuing operations before income taxes	5.1%	0.9%	1.9%	1.3%	5.9%	4.7%	3.5%
Income tax (benefit) expense	1.1%	0.0%	-0.5%	-0.1%	1.3%	1.2%	0.2%
Income from continuing operations	4.0%	0.9%	2.5%	1.4%	4.7%	3.4%	3.3%
Income (loss) from discontinued operations, net of tax	0.1%	0.1%	0.4%	-2.1%	-0.4%	2.1%	5.0%
Net income (loss)	4.1%	1.0%	2.8%	-0.7%	4.3%	5.5%	8.3%
Net (loss) income attributable to noncontrolling interests	0.0%	0.0%	0.1%	0.1%	0.0%	0.0%	0.0%
Net income (loss) attributable to NCR	4.1%	1.0%	2.8%	-0.7%	4.3%	5.5%	8.3%
Amounts attributable to NCR common stockholders:							
Income from continuing operations	4.0%	0.9%	2.4%	1.3%	4.7%	3.4%	3.3%
Income (loss) from discontinued operations, net of tax	0.1%	0.1%	0.4%	-2.1%	-0.4%	2.1%	5.0%
Net income (loss) attributable to NCR common stockholders	4.1%	1.0%	2.8%	-0.7%	4.3%	5.5%	8.3%
EBITDA ^[6]	8.9%	4.3%	5.1%	5.0%	8.2%	6.6%	5.6%

Notes/Sources:

[1] NCR Corporation Form 10-Q for the quarter ended September 30, 2012.

[2] NCR Corporation Form 10-K for the year ended December 31, 2011.

[3] NCR Corporation Form 10-K for the year ended December 31, 2010.

[4] NCR Corporation Form 10-K for the year ended December 31, 2009.

[5] NCR Corporation Form 10-K for the year ended December 31, 2008.

[6] Calculated as income from operations plus depreciation and amortization from Supplemental Exhibit 1.4.

Supplemental Exhibit 1.3
NCR's Historical Consolidated Balance Sheets
(in millions)

	September 30, 2012 ^[1]	Dec. 31, 2011 ^[2]	Dec. 31, 2010 ^[2]	Dec. 31, 2009 ^[3]	Dec. 31, 2008 ^[4]	Dec. 31, 2007 ^[5]	Dec. 31, 2006 ^[6]
Assets							
Cash and cash equivalents	\$ 581	\$ 398	\$ 496	\$ 451	\$ 711	\$ 952	\$ 947
Accounts receivable, net	1,124	1,038	928	896	913	1,167	1,016
Inventories, net	826	774	741	686	692	717	641
Other current assets	425	305	313	266	241	252	265
Current assets related to discontinued operations							463
Total current assets	\$ 2,956	\$ 2,515	\$ 2,478	\$ 2,299	\$ 2,557	\$ 3,088	\$ 3,332
Property, plant and equipment, net	303	365	429	356	308	313	314
Goodwill	966	913	115	100	84	64	60
Intangibles	299	312	15				
Prepaid pension cost	355	339	286	244	251	776	635
Deferred income taxes	717	714	630	617	645	210	212
Other assets	438	433	408	478	410	329	272
Long-term assets related to discontinued operations							402
Total assets	\$ 6,034	\$ 5,591	\$ 4,361	\$ 4,094	\$ 4,255	\$ 4,780	\$ 5,227
Liabilities and stockholders' equity							
Short-term borrowings	54	1	1	4	301	1	1
Accounts payable	612	525	499	557	492	516	467
Payroll and benefits liabilities	193	221	175	125	210	231	213
Deferred service revenue and customer deposits	477	418	362	329	317	359	318
Other current liabilities	394	400	379	367	373	423	385
Current liabilities related to discontinued operations							386
Total current liabilities	\$ 1,730	\$ 1,565	\$ 1,416	\$ 1,382	\$ 1,693	\$ 1,530	\$ 1,770
Long-term debt	1,408	852	10	11	7	307	306
Pension and indemnity plan liabilities	1,194	1,662	1,259	1,268	1,424	433	446
Postretirement and postemployment benefits liabilities	255	256	309	355	359	359	395
Deferred income taxes						45	27
Income tax accruals	161	148	165	165	155	165	132
Environmental liabilities	188	220	244	279	105		
Other liabilities	62	53	42	42	47	165	147
Minority interests						19	20
Long-term liabilities related to discontinued operations							103
Total liabilities	\$ 4,998	\$ 4,756	\$ 3,445	\$ 3,502	\$ 3,790	\$ 3,023	\$ 3,346
Commitments and contingencies							
Redeemable noncontrolling interest	14	1	-	-	-	-	-
Stockholders' equity							
Preferred stock: par value \$0.01 per share, 100.0 shares authorized	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Common stock: par value \$0.01 per share, 500.0 shares authorized	2	2	2	2	2	2	2
Paid-in capital	337	301	281	270	248	683	655
Retained earnings	2,154	1,988	1,935	1,801	1,834	1,608	1,900
Accumulated other comprehensive loss	(1,507)	(1,492)	(1,335)	(1,509)	(1,644)	(536)	(676)
Total NCR stockholders' equity	\$ 986	\$ 799	\$ 883	\$ 564	\$ 440	\$ 1,757	\$ 1,881
Noncontrolling interests in subsidiaries	36	35	33	28	25		
Total stockholders' equity	\$ 1,022	\$ 834	\$ 916	\$ 592	\$ 465	\$ 1,757	\$ 1,881
Total liabilities and stockholders' equity	\$ 6,034	\$ 5,591	\$ 4,361	\$ 4,094	\$ 4,255	\$ 4,780	\$ 5,227
Working Capital ^[7]	\$ 1,226	\$ 950	\$ 1,062	\$ 917	\$ 864	\$ 1,558	\$ 1,562
Average Working Capital ^[8]	\$ 1,088	\$ 1,006	\$ 990	\$ 891	\$ 1,211	\$ 1,560	

Notes/Sources:

- [1] NCR Corporation Form 10-Q for the quarter ended September 30, 2012.
- [2] NCR Corporation Form 10-K for the year ended December 31, 2011.
- [3] NCR Corporation Form 10-K for the year ended December 31, 2010.
- [4] NCR Corporation Form 10-K for the year ended December 31, 2009.
- [5] NCR Corporation Form 10-K for the year ended December 31, 2008.
- [6] NCR Corporation Form 10-K for the year ended December 31, 2007.
- [7] Calculated as current assets less current liabilities.
- [8] Calculated as the average of current period and prior period ending working capital.

Supplemental Exhibit 1.4
NCR's Historical Consolidated Statements of Cash Flows
(in millions)

	9 Months Ended September 30	12 Months Ended December 31					
	2012 ^[1]	2011 ^[2]	2010 ^[2]	2009 ^[2]	2008 ^[3]	2007 ^[4]	2006 ^[5]
Operating Activities							
Net income (loss)	\$ 168	\$ 52	\$ 137	\$ (30)	\$ 227	\$ 274	\$ 382
Adjustments to reconcile net income (loss) to net cash provided by operating activities:							
(Income) loss from discontinued operations	(3)	(3)	(18)	95	21	(103)	(231)
Depreciation and amortization	123	168	138	128	114	110	104
Stock-based compensation expense	36	33	21	12	41	42	20
Excess tax benefit from stock-based compensation	-	(1)	-	-	(2)	(9)	(10)
Deferred income taxes	2	(64)	(63)	(78)	10	(7)	8
Gain on sale of property, plant and equipment	(8)	(5)	(10)	(12)	(30)	(2)	(9)
Impairment of long-lived and other assets	7	98	14	39	-	-	-
Changes in operating assets and liabilities:							
Receivables	(94)	(58)	(26)	27	249	(166)	(66)
Inventories	(74)	1	(54)	5	25	(76)	(76)
Current payables and accrued expenses	64	55	(12)	(28)	(56)	52	67
Deferred service revenue and customer deposits	56	34	34	18	(42)	43	32
Employee severance and pension	(489)	92	80	49	(43)	(31)	24
Environmental liabilities						9	
Other assets and liabilities	(68)	(27)	6	35	(74)	15	(55)
Net cash provided by operating activities	\$ (280)	\$ 375	\$ 247	\$ 260	\$ 440	\$ 151	\$ 190
Investing activities							
Grant reimbursements from capital expenditures		-	5	9	-	-	
Expenditures for property, plant and equipment	(53)	(101)	(174)	(121)	(75)	(64)	(99)
Proceeds from sales of property, plant and equipment	8	2	39	11	59	31	59
Additions to capitalized software	(58)	(62)	(57)	(61)	(63)	(48)	(45)
Business acquisitions, net of cash acquired	(58)	(1,087)	-	-	-	-	
Other investing activities, net	4	2	(24)	(41)	(65)	(12)	(6)
Net cash used in investing activities	\$ (157)	\$ (1,246)	\$ (211)	\$ (203)	\$ (144)	\$ (93)	\$ (91)
Financing activities							
Repurchases of Company common stock	-	(70)	(20)	(1)	(494)	(83)	(280)
Short-term borrowings		-	(4)	4	-	-	(1)
Long-term debt		-	(1)	-	-	-	1
Repayment of senior unsecured notes		-	-	(300)	-	-	-
Tax withholding payments on behalf of employees	(12)						
Excess tax benefit from stock-based compensation	-	1	-	-	2	9	10
Proceeds from employee stock plans	23	18	11	9	17	48	89
Borrowings on term credit facility	150	700	-	-	-	-	-
Payments on revolving credit facility	(860)	(260)	(75)	(30)	-	-	-
Borrowings on revolving credit facility	720	400	75	30	-	-	-
Proceeds from bond offering	600						
Debt issuance cost	(11)	(29)	-	-	-	-	-
Proceeds from sale of noncontrolling interest		43	-	-	-	-	-
Dividend distribution to minority shareholder	(1)	(1)	-	-	-	-	-
Distribution to discontinued operation		-	-	-	-	(200)	-
Other financing activities, net		-	-	-	-	(1)	(3)
Net cash provided by (used in) financing activities	\$ 609	\$ 802	\$ (14)	\$ (288)	\$ (475)	\$ (227)	\$ (184)
Cash flows from discontinued operations							
Net cash (used in) provided by operating activities	(85)	(24)	16	(37)	(44)	223	292
Net cash used in investing activities	98	-	-	-	-	(74)	(89)
Net cash provided by financing activities		-	-	-	-	5	7
Effect of exchange rate changes on cash and cash equivalents	(2)	(5)	7	8	(18)	20	12
(Decrease) increase in cash and cash equivalents	183	(98)	45	(260)	(241)	5	137
Cash and cash equivalents at beginning of period	398	496	451	711	952	947	810
Cash and cash equivalents at end of period	\$ 581	\$ 398	\$ 496	\$ 451	\$ 711	\$ 952	\$ 947
Cash paid during the year for:							
Income taxes		\$ 55	\$ 34	\$ 49	\$ 108	\$ 123	\$ 60
Interest		\$ 5	\$ 2	\$ 10	\$ 22	\$ 24	\$ 24

Notes/Sources:

- [1] NCR Corporation Form 10-Q for the quarter ended September 30, 2012.
[2] NCR Corporation Form 10-K for the year ended December 31, 2011.
[3] NCR Corporation Form 10-K for the year ended December 31, 2010.
[4] NCR Corporation Form 10-K for the year ended December 31, 2009.
[5] NCR Corporation Form 10-K for the year ended December 31, 2008.

Supplemental Exhibit 2

Supplemental Exhibit 2

Financial Ratio Analysis for NCR and Competitors

Liquidity Ratios

	Current Ratio					Quick Ratio				
	[Current Assets / Current Liabilities]					[(Cash and Equivalents + A/R) / Current Liabilities]				
	<u>2012</u> ^[6]	<u>2011</u>	<u>2010</u>	<u>2009</u>	<u>2008</u>	<u>2012</u> ^[6]	<u>2011</u>	<u>2010</u>	<u>2009</u>	<u>2008</u>
NCR ^[1]	1.71	1.61	1.75	1.66	1.51	0.99	0.92	1.01	0.97	0.96
HP ^[2]	N/A	1.01	1.10	1.22	0.98	N/A	0.58	0.66	0.76	0.56
Fujitsu ^[3]	N/A	1.20	1.17	1.20	1.22	N/A	0.82	0.81	0.85	0.89
IBM ^[4]	N/A	1.21	1.19	1.36	1.15	N/A	0.98	0.98	1.13	0.95
Diebold ^[5]	N/A	2.10	2.12	2.14	2.19	N/A	1.26	1.24	1.13	1.10

Leverage Ratios

	Debt to Asset Ratio					Interest Coverage Ratio				
	[Total Debt / Total Assets]					[Operating Income Before Interest / Interest Expense]				
	<u>2012</u> ^[6]	<u>2011</u>	<u>2010</u>	<u>2009</u>	<u>2008</u>	<u>2012</u> ^[6]	<u>2011</u>	<u>2010</u>	<u>2009</u>	<u>2008</u>
NCR ^[1]	0.24	0.15	0.00	0.00	0.07	10.0	5.0	53.0	10.3	14.6
HP ^[2]	N/A	0.24	0.18	0.14	0.16	N/A	17.6	27.5	17.0	22.4
Fujitsu ^[3]	N/A	0.14	0.17	0.20	0.30	N/A	11.3	11.3	5.8	3.9
IBM ^[4]	N/A	0.27	0.25	0.24	0.31	N/A	52.1	54.6	46.1	25.8
Diebold ^[5]	N/A	0.25	0.22	0.22	0.24	N/A	4.6	4.6	4.3	4.1

Notes/Sources:

[1] Exhibits 1.1 and 1.3.

[2] HP Annual Reports.

[3] Fujitsu Annual Reports.

[4] IBM Annual Reports.

[5] Diebold Annual Reports.

[6] Ratios for 2012 were only calculated for NCR.

Supplemental Exhibit 3

Supplemental Exhibit 3
Analyst Revenue and Earnings Projections for NCR
(For the years 2012 through 2014)

Revenues (in millions)				
	<u>2012</u>	<u>2013</u>	<i>Growth</i>	
Zacks Investment Research ^[1]	\$ 5,815	\$ 6,157	5.9%	
Standard & Poors ^[2]	5,742	5,972	4.0%	
Wedbush Securities ^[3]	5,736	5,739	0.1%	
Wedbush Securities (consensus) ^[3]	5,828	6,189	6.2%	
Mean	\$ 5,780	\$ 6,014	4.0%	
Median	\$ 5,779	\$ 6,065	4.9%	

Earnings from continuing operations ^[4] (in millions)				
	<u>2012</u>	<u>2013</u>	<i>Growth</i>	
Standard & Poors ^[2]	\$ 241	\$ 311	29.0%	
Wedbush Securities ^[3]	244	330	35.2%	
Mean	\$ 243	\$ 321	32.1%	
Median	\$ 243	\$ 321	32.1%	

EPS from continuing operations before pension, acquisition, amortization, and impairment expenses					
	<u>2012</u>	<u>2013</u>	<i>Growth</i>	<u>2014</u>	<i>Growth</i>
Zacks Investment Research ^[1]	\$ 2.46	\$ 2.67	8.5%		
First Call Earnings Valuation Report ^[5]	2.46	2.48	0.8%	\$ 2.91	17.3%
Thomson Reuters ^[6]	2.46	2.48	0.8%		
Ned Davis Research Group ^[7]	2.46	2.55	3.7%	2.76	8.2%
Standard & Poors ^[2]	2.46	2.55	3.7%		
KeyBanc Capital Markets ^[8]	2.46	2.73	11.0%		
Wedbush Securities ^[3]	2.51	2.29	-8.8%		
Mean	\$ 2.47	\$ 2.54	2.81%	\$ 2.84	12.79%
Median	\$ 2.46	\$ 2.55	3.66%	\$ 2.84	12.79%

Notes/Sources:

[1] Zacks Investment Research report for NCR Corp, October 19, 2012, reporting consensus earnings.

[2] "NCR Corp Stock Report", Standard & Poors, November 3, 2012. EPS from continuing operations before pension, acquisition, amortization, and impairment expenses reflects consensus estimates.

[3] "NCR: Strong Quarter, but Awaiting Clarity on FCPA Investigation; Maintain NEUTRAL and \$23 PT", Wedbush Securities, October 18, 2012.

[4] Calculated as projected EPS from continuing operations multiplied by 164.8 million fully diluted shares outstanding as of September 30, 2012, rounded to the nearest million. NCR Corporation Form 10-Q for the quarter ended September 30, 2012.

[5] First Call Earnings Valuation Report for NCR Corporation, November 2, 2012, reporting consensus earnings.

[6] Thomson Reuters Stock Report on NCR Corporation, November 2, 2012, reporting consensus earnings.

[7] Ned Davis Research Group report for NCR Corporation, November 4, 2012, reporting consensus earnings.

[8] "NCR: 2Q Operational Perf. Slightly Ahead of Forecast; Guidance Maintained; HOLD", Keybanc Capital Markets, July 20, 2012.

Supplemental Exhibit 4

Supplemental Exhibit 4
NCR's Projected Available Cash and Borrowing Capacity Under its Revolving Credit Agreement
After Fox River Site Costs

Excluding impact of indemnification agreements
(in millions, rounded to the nearest million)

Cash Flow Calculation

	<u>4Q 2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Estimated net income from continuing operations ^[1]	\$ 78	\$ 311	\$ 320	\$ 330	\$ 340	\$ 350
Plus: Estimated depreciation and amortization ^[2]	43	132	140	144	149	153
Less: Estimated capital expenditures ^[3]	(43)	(132)	(140)	(144)	(149)	(153)
Less: Estimated working capital increases ^[4]	-	(63)	(32)	(33)	(34)	(35)
Less: Original Secured Credit Facility repayment ^[5]	-	(70)	(70)	(70)	(70)	(70)
Less: Incremental Secured Credit Facility repayment ^[6]	-	-	(15)	(15)	(15)	(105)
Free Cash Flow after debt service before Fox River Site costs	\$ 78	\$ 178	\$ 203	\$ 212	\$ 221	\$ 140
Anticipated Fox River Site costs (after tax) ^[7]	6	68	68	47	47	47
Free Cash Flow after debt service and anticipated Fox River Site costs	\$ 72	\$ 110	\$ 135	\$ 165	\$ 174	\$ 93

Available cash and additional borrowing capacity under the terms of NCR's revolving credit agreement

	<u>4Q 2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Prior period-end cash balance ^[8]	\$ 581	\$ 653	\$ 763	\$ 898	\$ 1,063	\$ 1,237
Free Cash Flow after debt service and anticipated Fox River Site costs	72	110	135	165	174	93
Year-end cash balance ^[9]	\$ 653	\$ 763	\$ 898	\$ 1,063	\$ 1,237	\$ 1,330
Additional borrowing capacity under the terms of NCR's revolving credit facilities ^[10]	850	850	850	850	850	850
Available cash and existing borrowing capacity under the revolving credit facilities after Fox River Site costs	\$ 1,503	\$ 1,613	\$ 1,748	\$ 1,913	\$ 2,087	\$ 2,180

Notes/Sources:

[1] 4Q 2012 amount calculated as full-year amount from Supplemental Exhibit 6 less income from continuing operations from Supplemental Exhibit 1.1. 2013 through 2017 amounts from Supplemental Exhibit 6.

[2] 4Q 2012 amount equal to Wedbush Securities projection less amount from the nine months ended September 30, 2012 from Supplemental Exhibit 1.4. 2013 amount from Wedbush projection. 2014 through 2017 calculated as 2.2% of revenues. "NCR: Strong Quarter, but Awaiting Clarity on FCPA Investigation; Maintain NEUTRAL and \$23 PT", Wedbush Securities, October 18, 2012.

[3] Assumed to be equal to depreciation and amortization beginning after September 30, 2012.

[4] 4Q 2012 amount assumed to be zero because working capital at September 30, 2012 was in excess of projected year-end working capital from Supplemental Exhibit 7. Supplemental Exhibit 1.3. 2013 through 2017 amounts from Supplemental Exhibit 7.

[5] Based on principal payment schedule identified in NCR's Form 10-Q filing for the quarter ended September 30, 2012.

[6] Based on principal payment schedule identified in NCR's Form 10-Q filing for the quarter ended September 30, 2012.

[7] 4Q 2012 amount based on full year 2012 amount from Supplemental Exhibit 8 less \$49 million incurred in the nine months ended September 30, 2012 (calculated based on \$27 million reduction in reserve divided by NCR's assumed 40% share of Fox River Site costs reduced by NCR's assumed 26% tax rate). 2013 through 2017 amounts from Supplemental Exhibit 8.

[8] 4Q 2012 prior period-end cash balance equal to NCR's cash balance at September 30, 2012. NCR Corporation Form 10-Q for the quarter ended September 30, 2012.

[9] Excludes any increase in cash necessary to support additional working capital growth.

[10] Additional borrowing capacity at year end as indicated by leverage ratio and interest coverage ratio calculations in Supplemental Exhibit 9.

Supplemental Exhibit 5

Supplemental Exhibit 5							
NCR's Projected Revenues							
<i>(in millions, rounded to the nearest million)</i>							
	<u>2011</u> ^[1]	<u>2012</u> ^[2]	<u>2013</u> ^[2]	<u>2014</u> ^[3]	<u>2015</u> ^[3]	<u>2016</u> ^[3]	<u>2017</u> ^[3]
Projected revenue ^[4]	\$ 5,443	\$ 5,828	\$ 6,189	\$ 6,375	\$ 6,566	\$ 6,763	\$ 6,966
Growth from prior year		7.1%	6.2%	3.0%	3.0%	3.0%	3.0%

[1] NCR's actual revenues in 2011. Supplemental Exhibit 1.1.
[2] Consensus revenue estimates from Wedbush Securities. Supplemental Exhibit 3.
[3] Growth in revenues and earnings after 2013 assumed to be 3%, although analyst projections for 2013 to 2014 indicate earnings growth may be greater than this amount. Supplemental Exhibit 3.
[4] 2014 through 2017 calculated as prior year amount multiplied by growth rate. Amounts in millions, rounded to the nearest million.

Supplemental Exhibit 6

Supplemental Exhibit 6
NCR's Projected Net Income from Continuing Operations
(in millions, rounded to the nearest million)

	<u>2012</u> ^[1]	<u>2013</u> ^[2]	<u>2014</u> ^[3]	<u>2015</u> ^[3]	<u>2016</u> ^[3]	<u>2017</u> ^[3]
Projected income from continuing operations after bond interest ^[4]	\$ 241	\$ 311	\$ 320	\$ 330	\$ 340	\$ 350
Growth from prior year		29.0%	3.0%	3.0%	3.0%	3.0%

NCR 2012 Earnings Guidance

	<u>Low</u>	<u>High</u>
EPS from continuing operations ^[5]	\$ 1.39	\$ 1.46
Earnings from continuing operations ^[6]	\$ 229	\$ 241

[1] Projected EPS from continuing operations of \$1.46 multiplied by NCR's 164.8 million diluted shares outstanding at September 30, 2012. NCR Corporation Form 10-Q for the quarter ended September 30, 2012.

[2] Projected EPS from continuing operations of \$1.89 multiplied by NCR's 164.8 million diluted shares outstanding at September 30, 2012. NCR Corporation Form 10-Q for the quarter ended September 30, 2012.

[3] Growth in earnings and revenues after 2013 assumed to be 3%, although analyst projections for 2013 to 2014 indicate earnings growth may be greater than this amount. Supplemental Exhibit 3.

[4] 2014 through 2017 amounts calculated as prior year amount multiplied by growth rate.

[5] Earnings guidance from NCR's third quarter 2012 earnings press release.
<http://www.ncr.com/newsroom/resources/q3-2012-earnings>.

[6] NCR's indicated EPS from continuing operations multiplied by 164.8 million diluted shares outstanding at September 30, 2012. NCR Corporation Form 10-Q for the quarter ended September 30, 2012.

Supplemental Exhibit 7

Supplemental Exhibit 7
NCR's Projected Estimated Working Capital Needs
(in millions, rounded to the nearest million)

	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Projected year-end working capital needs ^[1]	\$ 950	\$ 1,017	\$ 1,080	\$ 1,112	\$ 1,145	\$ 1,179	\$ 1,214
Projected growth in working capital ^[2]		7.1%	6.2%	3.0%	3.0%	3.0%	3.0%
Projected additions to working capital ^[3]	\$ 67	\$ 63	\$ 32	\$ 33	\$ 34	\$ 35	

Notes/Sources:

[1] 2011 amount equal to NCR's working capital at December 31, 2011. Supplemental Exhibit 1.3. 2012 through 2017 equal to prior year amount multiplied by 1 + projected growth.

[2] Equal to projected growth in revenues from Supplemental Exhibit 5.

[3] Calculated as year-end working capital less prior year-end working capital.

Supplemental Exhibit 8

Supplemental Exhibit 8
Anticipated Future Fox River Site Remediation Costs
(in millions, rounded to the nearest million)

	<u>2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>	<u>Total</u>
NCR's projected Fox River Site costs ^[1]	\$	37	\$	37	\$	26	26
NCR's share of total Fox River Site costs ^[2]		40%	40%	40%	40%		
Total anticipated costs ^[3]	\$	76	\$	93	\$	64	\$ 64 \$ 452
Projected tax rate ^[4]		26%	26%	26%	26%	26%	26%
Anticipated costs after tax	\$	56	\$	68	\$	47	\$ 47 \$ 333

Notes/Sources:

[1] Excludes any impact of insurance recoveries or indemnification parties. NCR Corporation Form 10-K for the year ended December 31, 2011, p. 33.

[2] Dkt 472, p. 3.

[3] 2012 amount based on deposition testimony of Sue O'Connell, a 30(b)(6) witness for NCR. 2013 to 2016 amounts calculated as NCR's projected Fox River Site costs divided by NCR's 40% share of those costs. 2017 amount assumed to be equal to 2016 amount, which I understand is consistent with the deposition testimony of Sue O'Connell.

[4] Equal to NCR's projected full-year 2012 effective tax rate of 26%. <http://seekingalpha.com/article/934281-ncr-management-discusses-q3-2012-results-earnings-call-transcript?part=single>.

Supplemental Exhibit 9

Supplemental Exhibit 9
NCR's Projected Additional Borrowing Capacity Under the Revolving Credit Facility
(In millions, excluding impact of indemnification)

	Projected Amounts —>									
	← Historical Amounts									
	Q1 2011	Q2 2011	Q3 2011	Q4 2011	Q1 2012	Q2 2012	Q3 2012	Q4 2012	Q1 2013	Q2 2013
	Q1 2011	Q2 2011	Q3 2011	Q4 2011	Q1 2012	Q2 2012	Q3 2012	Q4 2012	Q1 2013	Q2 2013
Beginning non-bond debt ⁽¹⁾	\$ 11.0	\$ 11.0	\$ 11.0	\$ 11.0	\$ 1,062.0	\$ 853.0	\$ 827.0	\$ 740.0	\$ 862.0	\$ 844.5
Original secured credit facility term loan ⁽²⁾					700.0					
Original revolving credit facility ⁽³⁾					350.0	(210.0)	(25.0)	(25.0)	(17.5)	(17.5)
Miscellaneous debt ⁽⁴⁾					1.0	1.0	(1.0)	3.0	(3.0)	(3.0)
Additional secured credit facility term loan ⁽⁵⁾								150.0		
Ending non-bond debt ⁽⁶⁾	11.0	11.0	1,062.0	853.0	827.0	740.0	827.0	862.0	862.0	844.5
Average non-bond debt ⁽⁷⁾	11.0	11.0	536.5	957.5	840.0	783.5	801.0	862.0	853.3	835.8
Non-bond interest expense ⁽⁸⁾	-	1.0	3.0	9.0	9.0	8.0	7.0	8.8	8.7	8.5
Non-bond quarterly interest rate ⁽⁹⁾	0.0%	9.1%	0.6%	0.9%	1.1%	1.0%	0.9%	1.0%	1.0%	1.0%
Bond debt ⁽¹⁰⁾										
Bond Interest ⁽¹⁰⁾										
Total debt	\$ 11.0	\$ 11.0	\$ 1,062.0	\$ 853.0	\$ 827.0	\$ 740.0	\$ 1,462.0	\$ 1,462.0	\$ 1,444.5	\$ 1,427.0
Total interest	-	1.0	3.0	9.0	9.0	8.0	7.0	16.3	16.2	15.8
Consolidated EBITDA Calculation										
Net income from continuing operations ⁽¹¹⁾	10.0	35.0	16.0	(11.0)	38.0	67.0	58.0	78.0	56.0	73.1
Income from discontinued operations ⁽¹²⁾	3.0	(2.0)	-	2.0	(9.0)	13.0	(1.0)	(6.0)	(17.0)	(17.0)
Consolidated interest expense	-	1.0	3.0	9.0	9.0	8.0	7.0	16.3	16.2	15.8
Income tax ⁽¹³⁾	2.1	7.3	(1.0)	(7.3)	(4.2)	25.6	20.0	25.3	13.7	19.7
Depreciation and amortization ⁽¹⁴⁾	37.0	38.0	41.0	52.0	41.0	40.0	42.0	43.0	33.0	33.0
Extraordinary gains/losses ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-
Other non-cash charges ⁽¹⁵⁾	-	-	-	98.0	3.0	4.0	-	-	-	-
Gain/Loss from early extinguishment of debt ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-
Acquisition costs ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-
Pro Forma adjustments in connection with Material Acquisitions ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-
Consolidated EBITDA	52.1	79.3	59.0	187.7	77.8	157.6	126.0	156.6	101.9	124.8
Consolidated EBITDA for last 4 quarters				378.1	403.8	482.1	549.1	518.0	542.0	509.3
Available borrowing on revolving credit facilities ⁽¹⁶⁾	N/A	N/A	350	560	585	675	850	850	850	850
Projected Consolidated Leverage Ratio ⁽¹⁷⁾				1.86	1.68	1.22	2.39	2.53	2.39	2.51
Projected Consolidated Leverage Ratio including all available borrowing on original revolving credit facility ⁽¹⁸⁾				3.35	3.13	2.62	3.94	4.17	3.96	4.18
Borrowing capacity under the original revolving credit facility based on Consolidated Leverage Ratio ⁽¹⁹⁾				560	585	675	850	850	850	850
Projected Interest Coverage Ratio ⁽²⁰⁾				29.08	18.36	16.62	16.64	12.86	11.42	9.18
Projected Interest Coverage Ratio assuming all available borrowing on original revolving credit facility at quarter-end was drawn for the prior year ⁽²¹⁾				10.7	8.9	8.6	8.3	7.0	6.7	5.8
Additional debt available at quarter-end under the revolving credit facility that NCR could have supported in the prior year based on Interest Coverage Ratio ⁽²²⁾				560	585	675	850	850	850	850

Supplemental Exhibit 9
NCR's Projected Additional Borrowing Capacity Under the Revolving Credit Facility
(In millions, excluding impact of indemnification)

	Q3 2014	Q4 2014	Q1 2015	Q2 2015	Q3 2015	Q4 2015	Q1 2016	Q2 2016	Q3 2016	Q4 2016	Q1 2017	Q2 2017	Q3 2017	Q4 2017
Beginning non-bond debt ⁽¹⁾	\$ 749.5	\$ 728.3	\$ 707.0	\$ 685.8	\$ 664.5	\$ 643.3	\$ 622.0	\$ 600.8	\$ 579.5	\$ 558.3	\$ 537.0	\$ 515.8	\$ 494.5	\$ 379.5
Original secured credit facility term loan ⁽²⁾	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)
Original revolving credit facility ⁽³⁾	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)
Miscellaneous debt ⁽⁴⁾	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)
Additional secured credit facility term loan ⁽⁵⁾														
Ending non-bond debt ⁽⁶⁾	728.3	707.0	685.8	664.5	643.3	622.0	600.8	579.5	558.3	537.0	515.8	494.5	379.5	362.0
Average non-bond debt ⁽⁷⁾	738.9	717.6	696.4	675.1	653.9	632.6	611.4	590.1	568.9	547.6	526.4	505.1	437.0	370.8
Non-bond interest expense ⁽⁸⁾	7.5	7.3	7.1	6.9	6.7	6.5	6.3	6.1	5.8	5.6	5.4	5.2	4.5	3.9
Non-bond quarterly interest rate ⁽⁹⁾	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%
Bond debt ⁽¹⁰⁾	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0
Bond interest ⁽¹⁰⁾	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5
Total debt	\$ 1,328.3	\$ 1,307.0	\$ 1,285.8	\$ 1,264.5	\$ 1,243.3	\$ 1,222.0	\$ 1,200.8	\$ 1,179.5	\$ 1,158.3	\$ 1,137.0	\$ 1,115.8	\$ 1,094.5	\$ 979.5	\$ 962.0
Total interest	15.0	14.8	14.6	14.4	14.2	14.0	13.8	13.6	13.3	13.1	12.9	12.7	12.0	11.4
Consolidated EBITDA Calculation														
Net income from continuing operations ⁽¹¹⁾	89.6	97.6	59.4	77.6	92.4	100.7	61.2	79.9	95.2	103.7	63.0	82.3	98.0	106.8
Income from discontinued operations ⁽¹²⁾	(17.0)	(17.0)	(11.8)	(11.8)	(11.8)	(11.8)	(11.8)	(11.8)	(11.8)	(11.8)	(11.8)	(11.8)	(11.8)	(11.8)
Consolidated interest expense	15.0	14.8	14.6	14.4	14.2	14.0	13.8	13.6	13.3	13.1	12.9	12.7	12.0	11.4
Income tax ⁽¹³⁾	25.5	28.3	16.7	23.1	28.3	31.2	17.4	23.9	29.3	32.3	18.0	24.8	30.3	33.4
Depreciation and amortization ⁽¹⁴⁾	35.0	35.0	36.0	36.0	36.0	36.0	37.3	37.3	37.3	37.3	38.3	38.3	38.3	38.3
Extraordinary gains/losses ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Other non-cash charges ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Gain/Loss from early extinguishment of debt ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Acquisition costs ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Pro Forma adjustments in connection with Material Acquisitions ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Consolidated EBITDA	148.1	158.7	115.0	139.3	159.2	170.1	117.8	142.9	163.4	174.6	120.4	146.2	166.8	178.0
Consolidated EBITDA for last 4 quarters	536.2	541.1	550.8	561.2	572.2	583.6	586.4	590.0	594.2	598.7	601.3	604.6	608.1	611.5
Available borrowing on revolving credit facilities ⁽¹⁶⁾	850	850	850	850	850	850	850	850	850	850	850	850	850	850
Projected Consolidated Leverage Ratio ⁽¹⁷⁾	2.20	2.14	2.06	1.99	1.91	1.84	1.79	1.74	1.70	1.65	1.61	1.56	1.36	1.33
Projected Consolidated Leverage Ratio including all available borrowing on original revolving credit facility ⁽¹⁸⁾	3.78	3.71	3.61	3.50	3.40	3.29	3.24	3.19	3.13	3.07	3.02	2.97	2.76	2.72
Borrowing capacity under the original revolving credit facility based on Consolidated Leverage Ratio ⁽¹⁹⁾	850	850	850	850	850	850	850	850	850	850	850	850	850	850
Projected Interest Coverage Ratio ⁽²⁰⁾	8.73	8.93	9.22	9.53	9.86	10.21	10.41	10.63	10.88	11.13	11.36	11.61	11.98	12.48
Projected Interest Coverage Ratio assuming all available borrowing on original revolving credit facility at quarter-end was drawn for the prior year ⁽²¹⁾	5.6	5.7	5.9	6.0	6.2	6.4	6.5	6.6	6.7	6.8	6.9	7.0	7.2	7.4
Additional debt available at quarter-end under the revolving credit facility that NCR could have supported in the prior year based on Interest Coverage Ratio ⁽²²⁾	850	850	850	850	850	850	850	850	850	850	850	850	850	850

Supplemental Exhibit 9
NCR's Projected Additional Borrowing Capacity Under the Revolving Credit Facility
(In millions, excluding impact of indemnification)

Notes/Sources:

- [1] Historical amounts from NCR Form 10-K and 10-Q filings. Projected amounts equal to prior period ending debt amount.
- [2] NCR Form 10-Q for the quarter ended June 30, 2012, pp. 10-11. Assumes the remaining balance would be refinanced in August 2016, resulting in continuing quarterly payments of \$17.5 million.
- [3] Historical amounts based on NCR Form 10-K and 10-Q filings.
- [4] Adjustments to debt other than the secured credit facility necessary to bring ending debt equal to amounts disclosed in NCR Form 10-K and 10-Q filings.
- [5] NCR Form 8-K filed August 22, 2012.
- [6] Historical amounts from NCR Form 10-K and 10-Q filings.
- [7] Average of prior quarter ending non-bond debt and current quarter ending non-bond debt.
- [8] Historical amounts from NCR Form 10-K and 10-Q filings. Projected amounts calculated as the difference of average debt less \$12 million multiplied by interest rate, plus \$12 million multiplied by 10% divided by 4.
- [9] Historical amounts calculated as interest expense divided by average debt. Projected amounts equal to the average quarterly interest rate during the time the secured credit facility has been outstanding, or 1%.
- [10] Bond amounts from NCR Form 8-K filed September 17, 2012. Interest equal to bond amount multiplied by 5% interest rate divided by 4.
- [11] Historical amounts from NCR Form 10-K and 10-Q filings. Q4 2012 amount from Supplemental Exhibit 4. Projected amounts equal to projected amount from Supplemental Exhibit 6 multiplied by quarterly distribution in Supplemental Exhibit 10.
- [12] Historical amounts from NCR Form 10-K and 10-Q filings. Projected amounts based on anticipated Fox River Site costs (after tax) from Supplemental Exhibit 4, assumes costs incurred evenly during the year.
- [13] Calculated based on an estimated 26% tax rate.
- [14] Assumes depreciation expense indicated in Supplemental Exhibit 4 is incurred evenly throughout the year.
- [15] Historical amounts from NCR Form 10-K and 10-Q filings.
- [16] Calculated as the total borrowing capacity on the revolving credit facilities less the outstanding balance of the revolving credit facilities.
- [17] Calculated as total debt at quarter-end minus the lesser of \$150 million or the calculation of cash less \$250 million, divided by the Consolidated EBITDA for the prior four quarters.
- [18] Calculated as total debt at quarter-end plus available borrowing on original revolving credit facility, minus the lesser of \$150 million or the calculation of cash less \$250 million, divided by Consolidated EBITDA for the prior four quarters.
- [19] Portion of the available borrowing on revolving credit facilities that could be used at quarter-end without violating the Leverage Ratio covenant.
- [20] Calculated as Consolidated EBITDA for the prior four quarters divided by total interest expense for the prior four quarters.
- [21] Calculated as Consolidated EBITDA for the prior four quarters divided by the total of total interest expense for the prior four quarters plus the product of available borrowing on original revolving credit facility at quarter-end and the sum of the quarterly interest rates for the prior four quarters.
- [22] Portion of the available borrowing on revolving credit facilities that could be used at quarter-end without violating the Interest Coverage Ratio covenant.

Supplemental Exhibit 10

Supplemental Exhibit 10
NCR's Historical EPS Distribution
(Q4 2012 projected)

NCR's Historical EPS Amounts ^[1]

	<u>Q1</u>	<u>Q2</u>	<u>Q3</u>	<u>Q4</u>	<u>Full Year</u>
2012	\$ 0.23	\$ 0.41	\$ 0.35	\$ 0.47	\$ 1.46
2011	0.07	0.22	0.10	(0.08)	0.31
2010	(0.12)	0.12	0.48	0.20	0.68
2009	(0.09)	0.14	0.09	(0.35)	(0.21)
2008	0.28	0.27	0.49	0.34	1.38
2007	0.19	0.54	0.18	0.52	1.43

NCR's Historical EPS Distribution

	<u>Q1</u>	<u>Q2</u>	<u>Q3</u>	<u>Q4</u>	<u>Full Year</u>
2012	15.8%	28.1%	24.0%	32.2%	100.0%
2011	22.6%	71.0%	32.3%	-25.8%	100.0%
2010	-17.6%	17.6%	70.6%	29.4%	100.0%
2009	42.9%	-66.7%	-42.9%	166.7%	100.0%
2008	20.3%	19.6%	35.5%	24.6%	100.0%
2007	13.3%	37.8%	12.6%	36.4%	100.0%
Mean	16.2%	17.9%	22.0%	43.9%	
Median	18.0%	23.8%	28.1%	30.8%	
Selected	18%	23.5%	28%	30.5%	

Notes/Sources:

[1] "NCR Corp Stock Report", Standard & Poors, November 3, 2012.

Supplemental Exhibit 11

Supplemental Exhibit 11
NCR's Projected Available Cash and Borrowing Capacity Under its Revolving Credit Agreement
After Fox River Site Costs

Including impact of AT&T and Lucent indemnification agreements
(in millions, rounded to the nearest million)

Cash Flow Calculation

	<u>4Q 2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Estimated net income from continuing operations ^[1]	\$ 78	\$ 311	\$ 320	\$ 330	\$ 340	\$ 350
Plus: Estimated depreciation and amortization ^[2]	43	132	140	144	149	153
Less: Estimated capital expenditures ^[3]	(43)	(132)	(140)	(144)	(149)	(153)
Less: Estimated working capital increases ^[4]	-	(63)	(32)	(33)	(34)	(35)
Less: Original Secured Credit Facility repayment ^[5]	-	(70)	(70)	(70)	(70)	(70)
Less: Incremental Secured Credit Facility repayment ^[6]	-	-	(15)	(15)	(15)	(105)
Free Cash Flow after debt service before Fox River Site costs	\$ 78	\$ 178	\$ 203	\$ 212	\$ 221	\$ 140
Anticipated Fox River Site costs (after tax) ^[7]	6	34	34	24	24	24
Free Cash Flow after debt service and anticipated Fox River Site costs	\$ 72	\$ 144	\$ 169	\$ 188	\$ 197	\$ 116

Available cash and additional borrowing capacity under the terms of NCR's revolving credit agreement

	<u>4Q 2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Prior period-end cash balance ^[8]	\$ 581	\$ 653	\$ 797	\$ 966	\$ 1,154	\$ 1,351
Free Cash Flow after debt service and anticipated Fox River Site costs	72	144	169	188	197	116
Year-end cash balance ^[9]	\$ 653	\$ 797	\$ 966	\$ 1,154	\$ 1,351	\$ 1,467
Additional borrowing capacity under the terms of NCR's revolving credit facilities ^[10]	850	850	850	850	850	850
Available cash and existing borrowing capacity under the revolving credit facilities after Fox River Site costs	\$ 1,503	\$ 1,647	\$ 1,816	\$ 2,004	\$ 2,201	\$ 2,317

Notes/Sources:

[1] 4Q 2012 amount calculated as full-year amount from Supplemental Exhibit 6 less income from continuing operations from Supplemental Exhibit 1.1. 2013 through 2017 amounts from Supplemental Exhibit 6.

[2] 4Q 2012 amount equal to Wedbush Securities projection less amount from the nine months ended September 30, 2012 from Supplemental Exhibit 1.4. 2013 amount from Wedbush projection. 2014 through 2017 calculated as 2.2% of revenues. "NCR: Strong Quarter, but Awaiting Clarity on FCPA Investigation; Maintain NEUTRAL and \$23 PT", Wedbush Securities, October 18, 2012.

[3] Assumed to be equal to depreciation and amortization beginning after September 30, 2012.

[4] 4Q 2012 amount assumed to be zero because working capital at September 30, 2012 was in excess of projected year-end working capital from Supplemental Exhibit 7. Supplemental Exhibit 1.3. 2013 through 2017 amounts from Supplemental Exhibit 7.

[5] Based on principal payment schedule identified in NCR's Form 10-Q filing for the quarter ended September 30, 2012.

[6] Based on principal payment schedule identified in NCR's Form 10-Q filing for the quarter ended September 30, 2012.

[7] 4Q 2012 amount based on full year 2012 amount from Supplemental Exhibit 12 less \$49 million incurred in the nine months ended September 30, 2012 (calculated based on \$27 million reduction in reserve divided by NCR's assumed 40% share of Fox River Site costs reduced by NCR's assumed 26% tax rate). 2013 through 2017 amounts from Supplemental Exhibit 12.

[8] 4Q 2012 prior period-end cash balance equal to NCR's cash balance at September 30, 2012. NCR Corporation Form 10-Q for the quarter ended September 30, 2012.

[9] Excludes any increase in cash necessary to support additional working capital growth.

[10] Additional borrowing capacity at year end as indicated by leverage ratio and interest coverage ratio calculations in Supplemental Exhibit 13.

Supplemental Exhibit 12

Supplemental Exhibit 12
NCR's Anticipated Fox River Site Remediation Costs Assuming Indemnification from
AT&T and Lucent
(in millions, rounded to the nearest million)

	<u>2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Total anticipated costs ^[1]	\$ 76	\$ 93	\$ 93	\$ 64	\$ 64	\$ 64
AT&T indemnification ^[2]		37%	37%	37%	37%	37%
Lucent indemnification ^[2]		13%	13%	13%	13%	13%
Anticipated costs after API/BAT, AT&T, and Alcatel-Lucent indemnifications	\$ 76	\$ 46	\$ 46	\$ 32	\$ 32	\$ 32
Projected tax rate ^[3]	26%	26%	26%	26%	26%	26%
Anticipated costs after tax	\$ 56	\$ 34	\$ 34	\$ 24	\$ 24	\$ 24

Notes/Sources:

[1] Supplemental Exhibit 8.

[2] Lucent Technologies Inc. 10-12b filed February 26, 1996, pp. 66-69.

[3] Equal to NCR's projected full-year 2012 effective tax rate of 26%. <http://seekingalpha.com/article/934281-ncr-management-discusses-q3-2012-results-earnings-call-transcript?part=single>.

Supplemental Exhibit 13

Supplemental Exhibit 13
NCR's Projected Additional Borrowing Capacity Under the Revolving Credit Facility
(In millions, including impact of indemnification by AT&T and Lucent)

	← Historical Amounts							Projected Amounts →						
	Q1 2011	Q2 2011	Q3 2011	Q4 2011	Q1 2012	Q2 2012	Q3 2012	Q4 2012	Q1 2013	Q2 2013	Q3 2013	Q4 2013	Q1 2014	Q2 2014
Beginning non-bond debt ⁽¹⁾	\$ 11.0	\$ 11.0	\$ 11.0	\$ 1,062.0	\$ 853.0	\$ 827.0	\$ 740.0	\$ 740.0	\$ 862.0	\$ 844.5	\$ 827.0	\$ 809.5	\$ 792.0	\$ 770.8
Original secured credit facility term loan ⁽²⁾			700.0											
Original revolving credit facility ⁽³⁾			350.0	(210.0)	(25.0)	(90.0)	(25.0)		(17.5)					(17.5)
Miscellaneous debt ⁽⁴⁾			1.0	1.0	(1.0)	3.0	(3.0)							
Additional secured credit facility term loan ⁽⁵⁾							150.0						(3.75)	(3.75)
Ending non-bond debt ⁽⁶⁾	11.0	11.0	1,062.0	853.0	827.0	740.0	862.0	862.0	844.5	827.0	809.5	792.0	770.8	749.5
Average non-bond debt ⁽⁷⁾	11.0	11.0	536.5	957.5	840.0	783.5	801.0	862.0	853.3	835.8	818.3	800.8	781.4	760.1
Non-bond interest expense ⁽⁸⁾	-	1.0	3.0	9.0	9.0	8.0	7.0	8.8	8.7	8.5	8.3	8.2	8.0	7.8
Non-bond quarterly interest rate ⁽⁹⁾	0.0%	9.1%	0.6%	0.9%	1.1%	1.0%	0.9%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%
Bond debt ⁽¹⁰⁾								\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0
Bond Interest ⁽¹⁰⁾								7.5	7.5	7.5	7.5	7.5	7.5	7.5
Total debt	\$ 11.0	\$ 11.0	\$ 1,062.0	\$ 853.0	\$ 827.0	\$ 740.0	\$ 1,462.0	\$ 1,462.0	\$ 1,444.5	\$ 1,427.0	\$ 1,409.5	\$ 1,392.0	\$ 1,370.8	\$ 1,349.5
Total interest	-	1.0	3.0	9.0	9.0	8.0	7.0	16.3	16.2	16.0	15.8	15.7	15.5	15.3
Consolidated EBITDA Calculation														
Net income from continuing operations ⁽¹¹⁾	10.0	35.0	16.0	(11.0)	38.0	67.0	58.0	78.0	56.0	73.1	87.1	94.9	57.6	75.2
Income from discontinued operations ⁽¹²⁾	3.0	(2.0)	-	2.0	(9.0)	13.0	(1.0)	(6.0)	(8.5)	(8.5)	(8.5)	(8.5)	(8.5)	(8.5)
Consolidated interest expense	-	1.0	3.0	9.0	9.0	8.0	7.0	16.3	16.2	16.0	15.8	15.7	15.5	15.3
Income tax ⁽¹³⁾	2.1	7.3	(1.0)	(7.3)	(4.2)	25.6	20.0	25.3	16.7	22.7	27.6	30.3	17.3	23.4
Depreciation and amortization ⁽¹⁴⁾	37.0	38.0	41.0	52.0	41.0	40.0	42.0	43.0	33.0	33.0	33.0	33.0	35.0	35.0
Extraordinary gains/losses ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Other non-cash charges ⁽¹⁶⁾	-	-	-	98.0	3.0	4.0	-	-	-	-	-	-	-	-
Gain/Loss from early extinguishment of debt ⁽¹⁷⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Acquisition costs ⁽¹⁸⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Pro Forma adjustments in connection with Material Acquisitions ⁽¹⁹⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Consolidated EBITDA	52.1	79.3	59.0	187.7	77.8	157.6	126.0	156.6	113.3	136.3	155.0	165.4	116.8	140.4
Consolidated EBITDA for last 4 quarters			378.1	403.8	482.1	482.1	549.1	518.0	553.5	532.2	561.2	570.0	573.5	577.6
Available borrowing on revolving credit facilities ⁽⁶⁾	N/A	N/A	350	560	585	675	850	850	850	850	850	850	850	850
Projected Consolidated Leverage Ratio ⁽¹⁷⁾				1.86	1.68	1.22	2.39	2.53	2.34	2.40	2.24	2.18	2.13	2.08
Projected Consolidated Leverage Ratio including all available borrowing on original revolving credit facility ⁽¹⁸⁾				3.35	3.13	2.62	3.94	4.17	3.87	4.00	3.76	3.67	3.61	3.55
Borrowing capacity under the original revolving credit facility based on Consolidated Leverage Ratio ⁽¹⁹⁾				560	585	675	850	850	850	850	850	850	850	850
Projected Interest Coverage Ratio ⁽²⁰⁾				29.08	18.36	16.62	16.64	12.86	11.66	9.60	8.73	8.95	9.11	9.29
Projected Interest Coverage Ratio assuming all available borrowing on original revolving credit facility at quarter-end was drawn for the prior year ⁽²¹⁾				10.7	8.9	8.6	8.3	7.0	6.9	6.0	5.7	5.8	5.9	6.0
Additional debt available at quarter-end under the revolving credit facility that NCR could have supported in the prior year based on Interest Coverage Ratio ⁽²²⁾				560	585	675	850	850	850	850	850	850	850	850

Supplemental Exhibit 13
NCR's Projected Additional Borrowing Capacity Under the Revolving Credit Facility
(In millions, including impact of indemnification by AT&T and Luceni)

	Q3 2014	Q4 2014	Q1 2015	Q2 2015	Q3 2015	Q4 2015	Q1 2016	Q2 2016	Q3 2016	Q4 2016	Q1 2017	Q2 2017	Q3 2017	Q4 2017
Beginning non-bond debt ⁽¹⁾	\$ 749.5	\$ 728.3	\$ 707.0	\$ 685.8	\$ 664.5	\$ 643.3	\$ 622.0	\$ 600.8	\$ 579.5	\$ 558.3	\$ 537.0	\$ 515.8	\$ 494.5	\$ 379.5
Original secured credit facility term loan ⁽²⁾	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)
Original revolving credit facility ⁽³⁾	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)
Miscellaneous debt ⁽⁴⁾	728.3	707.0	685.8	664.5	643.3	622.0	600.8	579.5	558.3	537.0	515.8	494.5	379.5	362.0
Ending non-bond debt ⁽⁶⁾	738.9	717.6	696.4	675.1	653.9	632.6	611.4	590.1	568.9	547.6	526.4	505.1	437.0	370.8
Average non-bond debt ⁽⁷⁾	7.5	7.3	7.1	6.9	6.7	6.5	6.3	6.1	5.8	5.6	5.4	5.2	4.5	3.9
Non-bond interest expense ⁽⁸⁾	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%
Non-bond quarterly interest rate ⁽⁹⁾														
Bond debt ⁽¹⁰⁾	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0
Bond Interest ⁽¹⁰⁾	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5
Total debt	\$ 1,328.3	\$ 1,307.0	\$ 1,285.8	\$ 1,264.5	\$ 1,243.3	\$ 1,222.0	\$ 1,200.8	\$ 1,179.5	\$ 1,158.3	\$ 1,137.0	\$ 1,115.8	\$ 1,094.5	\$ 979.5	\$ 962.0
Total interest	15.0	14.8	14.6	14.4	14.2	14.0	13.8	13.6	13.3	13.1	12.9	12.7	12.0	11.4
Consolidated EBITDA Calculation														
Net income from continuing operations ⁽¹¹⁾	89.6	97.6	59.4	77.6	92.4	100.7	61.2	79.9	95.2	103.7	63.0	82.3	98.0	106.8
Income from discontinued operations ⁽¹²⁾	(8.5)	(8.5)	(6.0)	(6.0)	(6.0)	(6.0)	(6.0)	(6.0)	(6.0)	(6.0)	(6.0)	(6.0)	(6.0)	(6.0)
Consolidated interest expense	15.0	14.8	14.6	14.4	14.2	14.0	13.8	13.6	13.3	13.1	12.9	12.7	12.0	11.4
Income tax ⁽¹³⁾	28.5	31.3	18.8	25.1	30.4	33.3	19.4	26.0	31.3	34.3	20.0	26.8	32.3	35.4
Depreciation and amortization ⁽¹⁴⁾	35.0	35.0	36.0	36.0	36.0	36.0	37.3	37.3	37.3	37.3	38.3	38.3	38.3	38.3
Extraordinary gains/losses ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Other non-cash charges ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Gain/Loss from early extinguishment of debt ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Acquisition costs ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Pro Forma adjustments in connection with Material Acquisitions ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Consolidated EBITDA	159.6	170.2	122.8	147.1	166.9	177.9	125.6	150.7	171.1	182.4	128.2	154.0	174.6	185.8
Consolidated EBITDA for last 4 quarters	582.2	587.1	593.0	599.7	607.0	614.7	617.5	621.1	625.3	629.8	632.4	635.7	639.2	642.5
Available borrowing on revolving credit facilities ⁽¹⁶⁾	850	850	850	850	850	850	850	850	850	850	850	850	850	850
Projected Consolidated Leverage Ratio ⁽¹⁷⁾	2.02	1.97	1.92	1.86	1.80	1.74	1.70	1.66	1.61	1.57	1.53	1.49	1.30	1.26
Projected Consolidated Leverage Ratio including all available borrowing on original revolving credit facility ⁽¹⁸⁾	3.48	3.42	3.35	3.28	3.20	3.13	3.08	3.03	2.97	2.92	2.87	2.82	2.63	2.59
Borrowing capacity under the original revolving credit facility based on Consolidated Leverage Ratio ⁽¹⁹⁾	850	850	850	850	850	850	850	850	850	850	850	850	850	850
Projected Interest Coverage Ratio ⁽²⁰⁾	9.48	9.69	9.93	10.19	10.46	10.75	10.96	11.20	11.45	11.71	11.95	12.21	12.59	13.11
Projected Interest Coverage Ratio assuming all available borrowing on original revolving credit facility at quarter-end was drawn for the prior year ⁽²¹⁾	6.1	6.2	6.3	6.5	6.6	6.7	6.8	6.9	7.1	7.2	7.3	7.4	7.5	7.7
Additional debt available at quarter-end under the revolving credit facility that NCR could have supported in the prior year based on Interest Coverage Ratio ⁽²²⁾	850	850	850	850	850	850	850	850	850	850	850	850	850	850

Supplemental Exhibit 13
NCR's Projected Additional Borrowing Capacity Under the Revolving Credit Facility
(In millions, including impact of indemnification by AT&T and Lucent)

Notes/Sources:

- [1] Historical amounts from NCR Form 10-K and 10-Q filings. Projected amounts equal to prior period ending debt amount.
- [2] NCR Form 10-Q for the quarter ended June 30, 2012, pp. 10-11. Assumes the remaining balance would be refinanced in August 2016, resulting in continuing quarterly payments of \$17.5 million.
- [3] Historical amounts based on NCR Form 10-K and 10-Q filings.
- [4] Adjustments to debt other than the secured credit facility necessary to bring ending debt equal to amounts disclosed in NCR Form 10-K and 10-Q filings.
- [5] NCR Form 8-K filed August 22, 2012.
- [6] Historical amounts from NCR Form 10-K and 10-Q filings.
- [7] Average of prior quarter ending non-bond debt and current quarter ending non-bond debt.
- [8] Historical amounts from NCR Form 10-K and 10-Q filings. Projected amounts calculated as the difference of average debt less \$12 million multiplied by interest rate, plus \$12 million multiplied by 10% divided by 4.
- [9] Historical amounts calculated as interest expense divided by average debt. Projected amounts equal to the average quarterly interest rate during the time the secured credit facility has been outstanding, or 1%.
- [10] Bond amounts from NCR Form 8-K filed September 17, 2012. Interest equal to bond amount multiplied by 5% interest rate divided by 4.
- [11] Historical amounts from NCR Form 10-K and 10-Q filings. Q4 2012 amount from Supplemental Exhibit 11. Projected amounts equal to projected amount from Supplemental Exhibit 6 multiplied by quarterly distribution in Supplemental Exhibit 10.
- [12] Historical amounts from NCR Form 10-K and 10-Q filings. Projected amounts based on anticipated Fox River Site costs (after tax) from Supplemental Exhibit 11, assumes costs incurred evenly during the year.
- [13] Calculated based on an estimated 26% tax rate.
- [14] Assumes depreciation expense indicated in Supplemental Exhibit 11 is incurred evenly throughout the year.
- [15] Historical amounts from NCR Form 10-K and 10-Q filings.
- [16] Calculated as the total borrowing capacity on the revolving credit facilities less the outstanding balance of the revolving credit facilities.
- [17] Calculated as total debt at quarter-end minus the lesser of \$150 million or the calculation of cash less \$250 million, divided by the Consolidated EBITDA for the prior four quarters.
- [18] Calculated as total debt at quarter-end plus available borrowing on original revolving credit facility, minus the lesser of \$150 million or the calculation of cash less \$250 million, divided by Consolidated EBITDA for the prior four quarters.
- [19] Portion of the available borrowing on revolving credit facilities that could be used at quarter-end without violating the Leverage Ratio covenant.
- [20] Calculated as Consolidated EBITDA for the prior four quarters divided by total interest expense for the prior four quarters.
- [21] Calculated as Consolidated EBITDA for the prior four quarters divided by the total of total interest expense for the prior four quarters plus the product of available borrowing on original revolving credit facility at quarter-end and the sum of the quarterly interest rates for the prior four quarters.
- [22] Portion of the available borrowing on revolving credit facilities that could be used at quarter-end without violating the Interest Coverage Ratio covenant.

Supplemental Exhibit 14

Supplemental Exhibit 14
NCR's Projected Available Cash and Borrowing Capacity Under its Revolving Credit Agreement
After Fox River Site Costs

*Including impact of AT&T, Lucent, and API/BAT indemnification agreements
(in millions, rounded to the nearest million)*

Cash Flow Calculation

	<u>4Q 2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Estimated net income from continuing operations ^[1]	\$ 78	\$ 311	\$ 320	\$ 330	\$ 340	\$ 350
Plus: Estimated depreciation and amortization ^[2]	43	132	140	144	149	153
Less: Estimated capital expenditures ^[3]	(43)	(132)	(140)	(144)	(149)	(153)
Less: Estimated working capital increases ^[4]	-	(63)	(32)	(33)	(34)	(35)
Less: Original Secured Credit Facility repayment ^[5]	-	(70)	(70)	(70)	(70)	(70)
Less: Incremental Secured Credit Facility repayment ^[6]	-	-	(15)	(15)	(15)	(105)
Free Cash Flow after debt service before Fox River Site costs	\$ 78	\$ 178	\$ 203	\$ 212	\$ 221	\$ 140
Anticipated Fox River Site costs (after tax) ^[7]	(28)	14	14	10	10	10
Free Cash Flow after debt service and anticipated Fox River Site costs	\$ 106	\$ 164	\$ 189	\$ 202	\$ 211	\$ 130

Available cash and additional borrowing capacity under the terms of NCR's revolving credit agreement

	<u>4Q 2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Prior period-end cash balance ^[8]	\$ 581	\$ 687	\$ 851	\$ 1,040	\$ 1,242	\$ 1,453
Free Cash Flow after debt service and anticipated Fox River Site costs	106	164	189	202	211	130
Year-end cash balance ^[9]	\$ 687	\$ 851	\$ 1,040	\$ 1,242	\$ 1,453	\$ 1,583
Additional borrowing capacity under the terms of NCR's revolving credit facilities ^[10]	850	850	850	850	850	850
Available cash and existing borrowing capacity under the revolving credit facilities after Fox River Site costs	\$ 1,537	\$ 1,701	\$ 1,890	\$ 2,092	\$ 2,303	\$ 2,433

Notes/Sources:

[1] 4Q 2012 amount calculated as full-year amount from Supplemental Exhibit 6 less income from continuing operations from Supplemental Exhibit 1.1. 2013 through 2017 amounts from Supplemental Exhibit 6.

[2] 4Q 2012 amount equal to Wedbush Securities projection less amount from the nine months ended September 30, 2012 from Supplemental Exhibit 1.4. 2013 amount from Wedbush projection. 2014 through 2017 calculated as 2.2% of revenues. "NCR: Strong Quarter, but Awaiting Clarity on FCPA Investigation; Maintain NEUTRAL and \$23 PT", Wedbush Securities, October 18, 2012.

[3] Assumed to be equal to depreciation and amortization beginning after September 30, 2012.

[4] 4Q 2012 amount assumed to be zero because working capital at September 30, 2012 was in excess of projected year-end working capital from Supplemental Exhibit 7. Supplemental Exhibit 1.3. 2013 through 2017 amounts from Supplemental Exhibit 7.

[5] Based on principal payment schedule identified in NCR's Form 10-Q filing for the quarter ended September 30, 2012.

[6] Based on principal payment schedule identified in NCR's Form 10-Q filing for the quarter ended September 30, 2012.

[7] 4Q 2012 amount based on full year 2012 amount from Supplemental Exhibit 15 less \$49 million incurred in the nine months ended September 30, 2012 (calculated based on \$27 million reduction in reserve divided by NCR's assumed 40% share of Fox River Site costs reduced by NCR's assumed 26% tax rate). 2013 through 2017 amounts from Supplemental Exhibit 15.

[8] 4Q 2012 prior period-end cash balance equal to NCR's cash balance at September 30, 2012. NCR Corporation Form 10-Q for the quarter ended September 30, 2012.

[9] Excludes any increase in cash necessary to support additional working capital growth.

[10] Additional borrowing capacity at year end as indicated by leverage ratio and interest coverage ratio calculations in Supplemental Exhibit 16.

Supplemental Exhibit 15

Supplemental Exhibit 15
NCR's Anticipated Fox River Site Remediation Costs Assuming Indemnification from
API/AWA/BAT, AT&T, and Alcatel-Lucent
(in millions, rounded to the nearest million)

	<u>2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Total anticipated costs ^[1]	\$ 76	\$ 93	\$ 93	\$ 64	\$ 64	\$ 64
API/BAT Indemnification ^[2]	60%	60%	60%	60%	60%	60%
Anticipated costs after API/BAT indemnification	\$ 30	\$ 37	\$ 37	\$ 26	\$ 26	\$ 26
AT&T indemnification ^[3]		37%	37%	37%	37%	37%
Alcatel-Lucent indemnification ^[3]		13%	13%	13%	13%	13%
Anticipated costs after API/BAT, AT&T, and Alcatel-Lucent indemnifications	\$ 30	\$ 19	\$ 19	\$ 13	\$ 13	\$ 13
Projected tax rate ^[4]	26%	26%	26%	26%	26%	26%
Anticipated costs after tax	\$ 22	\$ 14	\$ 14	\$ 10	\$ 10	\$ 10

Notes/Sources:

[1] Supplemental Exhibit 8.

[2] Dkt 472, p. 3.

[3] Lucent Technologies Inc. 10-12b filed February 26, 1996, pp. 66-69.

[4] Equal to NCR's projected full-year 2012 effective tax rate of 26%. <http://seekingalpha.com/article/934281-ncr-management-discusses-q3-2012-results-earnings-call-transcript?part=single>.

Supplemental Exhibit 16

Supplemental Exhibit 16
NCR's Projected Additional Borrowing Capacity Under the Revolving Credit Facility
(In millions, including impact of indemnification by AT&T, Lucent, and API or BAT)

	← Historical Amounts							Projected Amounts →						
	Q1 2011	Q2 2011	Q3 2011	Q4 2011	Q1 2012	Q2 2012	Q3 2012	Q4 2012	Q1 2013	Q2 2013	Q3 2013	Q4 2013	Q1 2014	Q2 2014
Beginning non-bond debt ⁽¹⁾	\$ 11.0	\$ 11.0	\$ 11.0	\$ 1,062.0	\$ 853.0	\$ 827.0	\$ 740.0	\$ 862.0	\$ 862.0	\$ 844.5	\$ 827.0	\$ 809.5	\$ 792.0	\$ 770.8
Original secured credit facility term loan ⁽²⁾			700.0											
Original revolving credit facility ⁽³⁾			350.0	(210.0)	(25.0)	(90.0)	(25.0)		(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)
Miscellaneous debt ⁽⁴⁾			1.0	1.0	(1.0)	3.0	(3.0)							
Additional secured credit facility term loan ⁽⁵⁾							150.0						(3.75)	(3.75)
Ending non-bond debt ⁽⁶⁾	11.0	11.0	1,062.0	853.0	827.0	740.0	862.0	862.0	844.5	827.0	809.5	792.0	770.8	749.5
Average non-bond debt ⁽⁷⁾	11.0	11.0	536.5	957.5	840.0	783.5	801.0	862.0	853.3	835.8	818.3	800.8	781.4	760.1
Non-bond interest expense ⁽⁸⁾	-	1.0	3.0	9.0	9.0	8.0	7.0	8.8	8.7	8.5	8.3	8.2	8.0	7.8
Non-bond quarterly interest rate ⁽⁹⁾	0.0%	9.1%	0.6%	0.9%	1.1%	1.0%	0.9%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%
Bond debt ⁽¹⁰⁾								\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0
Bond Interest ⁽¹⁰⁾								7.5	7.5	7.5	7.5	7.5	7.5	7.5
Total debt	\$ 11.0	\$ 11.0	\$ 1,062.0	\$ 853.0	\$ 827.0	\$ 740.0	\$ 1,462.0	\$ 1,462.0	\$ 1,444.5	\$ 1,427.0	\$ 1,409.5	\$ 1,392.0	\$ 1,370.8	\$ 1,349.5
Total interest	-	1.0	3.0	9.0	9.0	8.0	7.0	16.3	16.2	16.0	15.8	15.7	15.5	15.3
Consolidated EBITDA Calculation														
Net income from continuing operations ⁽¹¹⁾	10.0	35.0	16.0	(11.0)	38.0	67.0	58.0	78.0	56.0	73.1	87.1	94.9	57.6	75.2
Income from discontinued operations ⁽¹²⁾	3.0	(2.0)	-	2.0	(9.0)	13.0	(1.0)	28.0	(3.5)	(3.5)	(3.5)	(3.5)	(3.5)	(3.5)
Consolidated interest expense	-	-	3.0	9.0	9.0	8.0	7.0	16.3	16.2	16.0	15.8	15.7	15.5	15.3
Income tax ⁽¹³⁾	2.1	7.3	(1.0)	(7.3)	(4.2)	25.6	20.0	37.2	18.4	24.4	29.4	32.1	19.0	25.2
Depreciation and amortization ⁽¹⁴⁾	37.0	38.0	41.0	52.0	41.0	40.0	42.0	43.0	33.0	33.0	33.0	33.0	35.0	35.0
Extraordinary gains/losses ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Other non-cash charges ⁽¹⁵⁾	-	-	-	98.0	3.0	4.0	-	-	-	-	-	-	-	-
Gain/Loss from early extinguishment of debt ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Acquisition costs ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Pro Forma adjustments in connection with Material Acquisitions ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Consolidated EBITDA	52.1	79.3	59.0	187.7	77.8	157.6	126.0	202.5	120.1	143.0	161.8	172.1	123.6	147.1
Consolidated EBITDA for last 4 quarters				378.1	403.8	482.1	549.1	563.9	606.2	591.7	627.4	597.0	600.5	604.6
Available borrowing on revolving credit facilities ⁽¹⁶⁾	N/A	N/A	350	560	585	675	850	850	850	850	850	850	850	850
Projected Consolidated Leverage Ratio ⁽¹⁷⁾				1.86	1.68	1.22	2.39	2.33	2.14	2.16	2.01	2.08	2.03	1.98
Projected Consolidated Leverage Ratio including all available borrowing on original revolving credit facility ⁽¹⁸⁾				3.35	3.13	2.62	3.94	3.83	3.54	3.59	3.36	3.50	3.45	3.39
Borrowing capacity under the original revolving credit facility based on Consolidated Leverage Ratio ⁽¹⁹⁾				560	585	675	850	850	850	850	850	850	850	850
Projected Interest Coverage Ratio ⁽²⁰⁾				29.08	18.36	16.62	16.64	14.00	12.78	10.67	9.76	9.38	9.54	9.72
Projected Interest Coverage Ratio assuming all available borrowing on original revolving credit facility at quarter-end was drawn for the prior year ⁽²¹⁾				10.7	8.9	8.6	8.3	7.6	7.5	6.7	6.4	6.1	6.2	6.3
Additional debt available at quarter-end under the revolving credit facility that NCR could have supported in the prior year based on Interest Coverage Ratio ⁽²²⁾				560	585	675	850	850	850	850	850	850	850	850

Supplemental Exhibit 16
NCR's Projected Additional Borrowing Capacity Under the Revolving Credit Facility
(In millions, including impact of indemnification by AT&T, Lucent, and API or BAT)

	Q3 2014	Q4 2014	Q1 2015	Q2 2015	Q3 2015	Q4 2015	Q1 2016	Q2 2016	Q3 2016	Q4 2016	Q1 2017	Q2 2017	Q3 2017	Q4 2017
Beginning non-bond debt ⁽¹⁾		\$ 728.3	\$ 707.0	\$ 685.8	\$ 664.5	\$ 643.3	\$ 622.0	\$ 600.8	\$ 579.5	\$ 558.3	\$ 537.0	\$ 515.8	\$ 494.5	\$ 379.5
Original secured credit facility term loan ⁽²⁾		(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)	(17.5)
Original revolving credit facility ⁽³⁾		(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)
Miscellaneous debt ⁽⁴⁾		(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)	(3.75)
Additional secured credit facility term loan ⁽⁵⁾														
Ending non-bond debt ⁽⁶⁾		728.3	707.0	685.8	664.5	643.3	622.0	600.8	579.5	558.3	537.0	515.8	494.5	379.5
Average non-bond debt ⁽⁷⁾		738.9	717.6	696.4	675.1	653.9	632.6	611.4	590.1	568.9	547.6	526.4	505.1	437.0
Non-bond interest expense ⁽⁸⁾		7.5	7.3	7.1	6.9	6.7	6.5	6.3	6.1	5.8	5.6	5.4	5.2	4.5
Non-bond quarterly interest rate ⁽⁹⁾		1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%	1.0%
Bond debt ⁽¹⁰⁾		\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0	\$ 600.0
Bond Interest ⁽¹⁰⁾		7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5	7.5
Total debt		\$ 1,328.3	\$ 1,307.0	\$ 1,285.8	\$ 1,264.5	\$ 1,243.3	\$ 1,222.0	\$ 1,200.8	\$ 1,179.5	\$ 1,158.3	\$ 1,137.0	\$ 1,115.8	\$ 1,094.5	\$ 962.0
Total interest		15.0	14.8	14.6	14.4	14.2	14.0	13.8	13.6	13.3	13.1	12.9	12.7	11.4
Consolidated EBITDA Calculation														
Net income from continuing operations ⁽¹¹⁾	89.6	97.6	59.4	77.6	92.4	100.7	61.2	79.9	95.2	103.7	63.0	82.3	98.0	106.8
Income from discontinued operations ⁽¹²⁾	(3.5)	(3.5)	(2.5)	(2.5)	(2.5)	(2.5)	(2.5)	(2.5)	(2.5)	(2.5)	(2.5)	(2.5)	(2.5)	(2.5)
Consolidated interest expense	15.0	14.8	14.6	14.4	14.2	14.0	13.8	13.6	13.3	13.1	12.9	12.7	12.0	11.4
Income tax ⁽¹³⁾	30.3	33.1	20.0	26.4	31.6	34.5	20.6	27.2	32.6	35.6	21.3	28.0	33.6	36.6
Depreciation and amortization ⁽¹⁴⁾	35.0	35.0	36.0	36.0	36.0	36.0	37.3	37.3	37.3	37.3	38.3	38.3	38.3	38.3
Extraordinary gains/losses ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Other non-cash charges ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Gain/Loss from early extinguishment of debt ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Acquisition costs ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Pro Forma adjustments in connection with Material Acquisitions ⁽¹⁵⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Consolidated EBITDA	166.4	177.0	127.5	151.8	171.7	182.6	130.3	155.4	175.9	187.1	132.9	158.7	179.3	190.5
Consolidated EBITDA for last 4 quarters	609.2	614.1	618.0	622.7	628.0	633.6	636.4	640.0	644.2	648.7	651.3	654.6	658.1	661.5
Available borrowing on revolving credit facilities ⁽¹⁶⁾	850	850	850	850	850	850	850	850	850	850	850	850	850	850
Projected Consolidated Leverage Ratio ⁽¹⁷⁾	1.93	1.88	1.84	1.79	1.74	1.69	1.65	1.61	1.57	1.52	1.48	1.44	1.26	1.23
Projected Consolidated Leverage Ratio including all available borrowing on original revolving credit facility ⁽¹⁸⁾	3.33	3.27	3.21	3.15	3.09	3.03	2.99	2.94	2.88	2.83	2.79	2.74	2.55	2.51
Borrowing capacity under the original revolving credit facility based on Consolidated Leverage Ratio ⁽¹⁹⁾	850	850	850	850	850	850	850	850	850	850	850	850	850	850
Projected Interest Coverage Ratio ⁽²⁰⁾	9.92	10.14	10.35	10.58	10.82	11.08	11.30	11.54	11.79	12.06	12.31	12.57	12.96	13.50
Projected Interest Coverage Ratio assuming all available borrowing on original revolving credit facility at quarter-end was drawn for the prior year ⁽²¹⁾	6.4	6.5	6.6	6.7	6.8	6.9	7.0	7.2	7.3	7.4	7.5	7.6	7.8	8.0
Additional debt available at quarter-end under the revolving credit facility that NCR could have supported in the prior year based on Interest Coverage Ratio ⁽²²⁾	850	850	850	850	850	850	850	850	850	850	850	850	850	850

Supplemental Exhibit 16
NCR's Projected Additional Borrowing Capacity Under the Revolving Credit Facility
(In millions, including impact of indemnification by AT&T, Lucent, and API or BAT)

Notes/Sources:

- [1] Historical amounts from NCR Form 10-K and 10-Q filings. Projected amounts equal to prior period ending debt amount.
- [2] NCR Form 10-Q for the quarter ended June 30, 2012, pp. 10-11. Assumes the remaining balance would be refinanced in August 2016, resulting in continuing quarterly payments of \$17.5 million.
- [3] Historical amounts based on NCR Form 10-K and 10-Q filings.
- [4] Adjustments to debt other than the secured credit facility necessary to bring ending debt equal to amounts disclosed in NCR Form 10-K and 10-Q filings.
- [5] NCR Form 8-K filed August 22, 2012.
- [6] Historical amounts from NCR Form 10-K and 10-Q filings.
- [7] Average of prior quarter ending non-bond debt and current quarter ending non-bond debt.
- [8] Historical amounts from NCR Form 10-K and 10-Q filings. Projected amounts calculated as the difference of average debt less \$12 million multiplied by interest rate, plus \$12 million multiplied by 10% divided by 4.
- [9] Historical amounts calculated as interest expense divided by average debt. Projected amounts equal to the average quarterly interest rate during the time the secured credit facility has been outstanding, or 1%.
- [10] Bond amounts from NCR Form 8-K filed September 17, 2012. Interest equal to bond amount multiplied by 5% interest rate divided by 4.
- [11] Historical amounts from NCR Form 10-K and 10-Q filings. Q4 2012 amount from Supplemental Exhibit 14. Projected amounts equal to projected amount from Supplemental Exhibit 6 multiplied by quarterly distribution in Supplemental Exhibit 10.
- [12] Historical amounts from NCR Form 10-K and 10-Q filings. Projected amounts based on anticipated Fox River Site costs (after tax) from Supplemental Exhibit 14, assumes costs incurred evenly during the year.
- [13] Calculated based on an estimated 26% tax rate.
- [14] Assumes depreciation expense indicated in Supplemental Exhibit 14 is incurred evenly throughout the year.
- [15] Historical amounts from NCR Form 10-K and 10-Q filings.
- [16] Calculated as the total borrowing capacity on the revolving credit facilities less the outstanding balance of the revolving credit facilities.
- [17] Calculated as total debt at quarter-end minus the lesser of \$150 million or the calculation of cash less \$250 million, divided by the Consolidated EBITDA for the prior four quarters.
- [18] Calculated as total debt at quarter-end plus available borrowing on original revolving credit facility, minus the lesser of \$150 million or the calculation of cash less \$250 million, divided by Consolidated EBITDA for the prior four quarters.
- [19] Portion of the available borrowing on revolving credit facilities that could be used at quarter-end without violating the Leverage Ratio covenant.
- [20] Calculated as Consolidated EBITDA for the prior four quarters divided by total interest expense for the prior four quarters.
- [21] Calculated as Consolidated EBITDA for the prior four quarters divided by the total of total interest expense for the prior four quarters plus the product of available borrowing on original revolving credit facility at quarter-end and the sum of the quarterly interest rates for the prior four quarters.
- [22] Portion of the available borrowing on revolving credit facilities that could be used at quarter-end without violating the Interest Coverage Ratio covenant.